

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X		:
<b>In re</b>	:	<b>Chapter 11 Case No.</b>
	:	
<b>MOTORS LIQUIDATION COMPANY, <i>et al.</i>,</b>	:	<b>09-50026 (REG)</b>
<b>f/k/a General Motors Corp., <i>et al.</i></b>	:	
	:	<b>(Jointly Administered)</b>
<b>Debtors.</b>	:	
	:	
-----X		

**AFFIDAVIT OF SERVICE OF SOLICITATION  
DOCUMENTS TO HOLDERS OF DEBT SECURITIES**

STATE OF NEW YORK     )  
                                  )     ss.:  
COUNTY OF NEW YORK )

Jane Sullivan, being duly sworn, deposes and says, under the penalty of perjury:

1. I am an Executive Vice President of Epiq Bankruptcy Solutions LLC (“Epiq”), located at 757 Third Avenue, New York, New York 10017. Epiq was retained by Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors (collectively, the “Debtors”) as the voting and solicitation agent for the Debtors’ publicly traded debt securities (the “Debt Securities”) listed on Exhibit 1 attached hereto. I am authorized to submit this declaration on behalf of Epiq, I am over the age of eighteen years and am not a party to the above-captioned action. Unless otherwise stated, I have personal knowledge of the facts set forth herein.

2. I supervised service of the following materials:

- a. CD-Rom containing (i) the Disclosure Statement for Debtors’ Amended Joint Chapter 11 Plan (including all exhibits), dated December 8, 2010 [Docket No. 8023] and (ii) Debtors Amended Joint Chapter 11 Plan (including all

exhibits), dated December 7, 2010 [Docket No. 8015] (together the "Disclosure Statement CD-Rom");

- b. Letter dated December 10, 2010 from The Official Committee of Unsecured Creditors of Motors Liquidation Company, et al. to All Holders of General Unsecured Claims Against Motors Liquidation Company Entitled to Vote, (the "Committee Letter"), a copy of which is annexed hereto as Exhibit 2;
- c. Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting to Confirmation of the Plan; and (IV) Procedures and Deadline for Voting on the Plan, dated December 8, 2010 (the "Confirmation Hearing Notice"), a copy of which is annexed hereto Exhibit 3;
- d. Order (I) Approving Notice of Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Establishing a Record Date; (IV) Establishing Notice and Objection Procedures for Confirmation of the Plan; (V) Approving Notice Packages and Procedures for Distribution Thereof; (VI) Approving the Forms of Ballots and Establishing Procedures for Voting on the Plan; and (VII) Approving the Forms of Notices to Non-Voting Classes Under the Plan, dated December 8, 2010 [Docket No. 8043] (the "Disclosure Statement Order") (without exhibits);
- e. Beneficial Owner Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors, Class 3 (General Unsecured Claims) — Note Claims, Eurobond Claims, Nova Scotia Guarantee Claims (the "Class 3 Beneficial Holder Ballot") customized for each debt issue, a sample of which is annexed hereto as Exhibit 4;
- f. Notice of Deadlines for Filing Administrative Proofs of Claim (the "Administrative Bar Date Notice"), a copy of which is annexed hereto as Exhibit 5;
- g. Master Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors, Class 3 (General Unsecured Claims) — Note Claims, Eurobond Claims, Nova Scotia Guarantee Claims (the "Class 3 Master Ballot") customized for each debt issue, a sample of which is annexed hereto as Exhibit 6;
- h. Pre-addressed, postage paid return envelope (a "Return Envelope"), sample of which is not attached;

3. Unless otherwise noted, on December 27, 2010, I caused true and correct copies of the above documents to be served as follows:

- a. The Disclosure Statement CD-Rom, the Committee Letter, the Confirmation Hearing Notice, the Disclosure Statement Order, the Class 3 Beneficial Holder Ballot, the Administrative Bar Date Notice the and a Return Envelope were served via first class mail to the holders of the Class 3 Debt Securities listed on Exhibit 7 annexed hereto;
- b. Electronic copies of the documents on the Disclosure Statement CD-Rom, the Committee Letter, the Confirmation Hearing Notice, the Disclosure Statement Order, the Class 3 Beneficial Holder Ballots, the Administrative Bar Date Notice were the served via electronic mail on the parties listed on Exhibit 8 annexed hereto;

4. Unless otherwise noted, on December 28, 2010, I caused true and correct copies of the above documents to be served as follows:

- a. The Disclosure Statement CD-Rom, the Committee Letter, the Confirmation Hearing Notice, the Disclosure Statement Order, the Class 3 Beneficial Holder Ballot, the Administrative Bar Date Notice the and the Return Envelope were served via next-business-day service or hand delivery on the Nominees of the Class 3 Debt Securities listed on Exhibit 9 annexed hereto. The Nominees were provided with instructions and sufficient quantities to distribute the aforementioned documents to Class 3 beneficial holders;

5. In accordance with the Disclosure Statement Order master ballots were served separately and after the initial solicitation mailing.

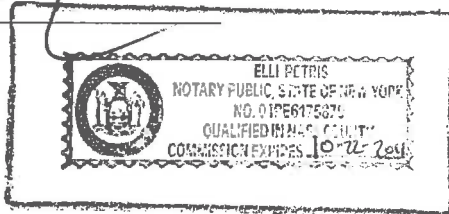
- a. Unless otherwise noted, on December 30, 2010 electronic copies of the Class 3 Master Ballots were served via electronic mail to the parties listed on Exhibit 10 annexed hereto;
- b. On January 4, 2011 via next business day delivery, Class 3 Master Ballots were served on the Nominees of the Class 3 Debt Securities listed on Exhibit 11 annexed hereto.

6. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Jane Sullivan  
Jane Sullivan

SUBSCRIBED AND SWORN TO BEFORE ME  
this 6 day of January 2011.

[Signature]  
Notary Public



**Exhibit 1**

**Debt Instruments for Note Claims**

	<b>Debt Instrument</b>	<b>CUSIP Nos.</b>
1	<p>Indenture, dated as of November 15, 1990, between General Motors Corporation, as issuer, and Wilmington Trust Company, as successor-in-interest Indenture Trustee to Citibank, N.A., pursuant to which the following debt securities were issued:</p> <p>(a) 9.40% Debentures due July 15, 2021</p> <p>(b) 8.80% Notes due March 1, 2021</p> <p>(c) 7.40% Debentures due September 1, 2025</p> <p>(d) 9.40% Medium Term Notes due July 15, 2021</p> <p>(e) 9.45% Medium Term Notes due November 1, 2011</p>	<p>370442AN5</p> <p>370442AJ4</p> <p>370442AR6</p> <p>37045EAG3</p> <p>37045EAS7</p>
2	<p>Indenture, dated as of December 7, 1995, between General Motors Corporation, as issuer, and Wilmington Trust Company, as successor-in-interest Indenture Trustee to Citibank, N.A., pursuant to which the following debt securities were issued:</p> <p>(a) 7.75% Discount Debentures due March 15, 2036</p> <p>(b) 7.70% Debentures due April 15, 2016</p> <p>(c) 8.10% Debentures due June 15, 2024</p> <p>(d) 6.75% Debentures due May 1, 2028</p> <p>(e) 7.20% Notes due January 15, 2011</p> <p>(f) 7.25% Quarterly Interest Bonds due April 15, 2041</p> <p>(g) 7.25% Senior Notes due July 15, 2041</p> <p>(h) 7.375% Senior Notes due October 1, 2051</p> <p>(i) 7.25% Senior Notes due February 15, 2052</p> <p>(j) 4.50% Series A Convertible Senior Debentures due March 6, 2032</p> <p>(k) 5.25% Series B Convertible Senior Debentures due March 6, 2032</p> <p>(l) 7.375% Senior Notes due May 15, 2048</p> <p>(m) 7.375% Senior Notes due May 23, 2048</p> <p>(n) 8.375% Senior Debentures due July 15, 2033</p> <p>(o) 6.25% Series C Convertible Senior Debentures due July 15, 2033</p> <p>(p) 8.250% Senior Debentures due July 15, 2023</p> <p>(q) 7.125% Senior Notes due July 15, 2013</p> <p>(r) 7.50% Senior Notes due July 1, 2044</p> <p>(s) 1.50% Series D Convertible Senior Debentures due June 1, 2009</p>	<p>370442AT2</p> <p>370442AU9</p> <p>370442AV7</p> <p>370442AZ8</p> <p>370442BB0</p> <p>370442816</p> <p>370442774</p> <p>370442766</p> <p>370442758</p> <p>370442741</p> <p>370442733</p> <p>370442725</p> <p>370442BQ7</p> <p>370442BT1</p> <p>370442717</p> <p>370442BW4</p> <p>370442BS3</p> <p>370442121</p> <p>370442691</p>
3	<p>Trust Indenture, dated as of July 1, 1995, between Michigan Strategic Fund and Law Debenture, as successor-in-interest Trustee to Dai-Ichi Kangyo Trust Company of New York, related to:</p> <ul style="list-style-type: none"> <li>Michigan Strategic Fund Multi-Modal Interchangeable Rate Pollution Control Refunding Revenue Bonds Series 1995</li> </ul>	<p>594693AQ6</p>

4	Indenture of Trust, dated as of July 1, 1994, between City of Moraine, Ohio and Law Debenture, as successor-in-interest Trustee to Dai-Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>Solid Waste Disposal Revenue Bonds (General Motors Corporation Project) Series 1994</li></ul>	616449AA2
5	Indenture, dated as of July 1, 1999, between City of Moraine, Ohio and Law Debenture, as successor-in-interest Trustee to Dai Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>Solid Waste Disposal Revenue Bonds (General Motors Project), Series 1999</li></ul>	616449AB0
6	Trust Indenture, dated as of December 1, 2002, between City of Fort Wayne, Indiana and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, and Bank One Trust Company, N.A., as Co-Trustee, related to: <ul style="list-style-type: none"><li>City of Fort Wayne, Indiana Pollution Control Revenue Bonds (General Motors Corporation Project), Series 2002</li></ul>	349272AT1
7	Trust Indenture, dated as of March 1, 2002, between Ohio Water Development Authority and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, related to: <ul style="list-style-type: none"><li>State of Ohio Pollution Control Refunding Revenue Bonds (General Motors Corporation Project), Series 2002</li></ul>	677596AU2
8	Indenture of Trust, dated as of December 1, 2002, between Ohio Water Development Authority and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, related to: <ul style="list-style-type: none"><li>State of Ohio Solid Waste Revenue Bonds, Series 2002 (General Motors Corporation Project)</li></ul>	67759ABC2
9	Trust Indenture, dated as of April 1, 1984, among City of Indianapolis, Indiana and Law Debenture, as successor-in-interest Trustee to Bankers Trust Company, and the Indiana National Bank, as Co-Trustee, related to: <ul style="list-style-type: none"><li>City of Indianapolis, Indiana Pollution Control Revenue Bonds (General Motors Corporation Project), Series 1984</li></ul>	455329AB8

**Debt Instruments for Eurobond Claims**

	Debt Instrument	ISIN or Swiss Security Numbers
1	Fiscal and Paying Agency Agreement, dated as of July 3, 2003, among General Motors Corporation, Deutsche Bank AG London, and Banque Générale du Luxembourg S.A.	<u>ISIN Nos.:</u> XS0171942757, XS0171943649
2	Bond Purchase and Paying Agency Agreement, dated May 28, 1986, between General Motors Corporation and Credit Suisse	<u>Swiss Security No.:</u> 876 926

**Debt Instrument for Nova Scotia Guarantee Claims**

	Debt Instrument	ISIN or Swiss Security Numbers
1	Fiscal and Paying Agency Agreement, dated as of July 10, 2003, among General Motors Nova Scotia Finance Company, MLC, Deutsche Bank Luxembourg S.A., and Banque Générale du Luxembourg S.A.	<u>ISIN Nos.:</u> XS0171922643, XS0171908063

**Exhibit 2**



**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF  
MOTORS LIQUIDATION COMPANY, ET AL.  
CASE NO. 09-50026 (BANKR. S.D.N.Y.)**

December 10, 2010

TO: ALL HOLDERS OF GENERAL UNSECURED CLAIMS AGAINST MOTORS LIQUIDATION COMPANY, ET AL. (“**Debtors**”) ENTITLED TO VOTE (Holders of General Unsecured Claims in Class 3)

FROM: THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF MOTORS LIQUIDATION COMPANY, ET AL. (the “**Creditors’ Committee**”)<sup>1</sup>

The Creditors’ Committee, which represents the interests of all unsecured creditors in the Debtors’ chapter 11 bankruptcy cases, recommends that you vote **FOR** the Debtors’ Amended Joint Chapter 11 Plan (the “**Plan**”)<sup>2</sup> by checking the box on your official Ballot that says:

**ACCEPT the Plan**

and returning your Ballot in accordance with the voting instructions described in the Ballot and the voting procedures order accompanying the amended disclosure statement with respect to the Debtors’ Plan (the “**Disclosure Statement**”) and the Plan.

On June 1, 2009, the Debtors filed for bankruptcy protection. On June 3, 2009, the United States Trustee for the Southern District of New York appointed the Creditors’ Committee to represent the interests of unsecured creditors in the Debtors’ chapter 11 cases.

On July 10, 2009, the Debtors closed the sale of substantially all their assets to NGMCO, Inc. (“**New GM**”) pursuant to section 363 of the Bankruptcy Code (the “**363**”  

---

<sup>1</sup> The nine current members of the Creditors’ Committee are: (1) Wilmington Trust Company, as Indenture Trustee, (2) Law Debenture Trust Company of New York, as Indenture Trustee, (3) The Industrial Division of Communications Workers of America, AFL-CIO, (4) International Union, United Automobile Aerospace and Agricultural Implement Workers of America, (5) United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers International Union, (6) Inteva Products, LLC, (7) Serra Chevrolet of Birmingham, Inc, (8) Genoveva Bermudez, and (9) Kevin Schoenl.

As a result of the consummation of the 363 Transaction, five Committee members – Pension Benefit Guaranty Corporation, Interpublic Group, Paddock Chevrolet, Saturn of Hempstead, Inc. and DENSO International America, Inc. – have resigned from the Creditors’ Committee. As a result of being appointed to the official committee of unsecured creditors holding Asbestos Personal Injury Claims, Mark Butita resigned from the Creditors’ Committee.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Plan.

**Transaction**”). Pursuant to the Master Sale and Purchase Agreement, New GM issued to the Debtors approximately 10% of New GM stock, and two sets of warrants for additional New GM shares representing, collectively, an additional 15% of New GM stock. The Debtors are now known as Motors Liquidation Company.

If the aggregate allowed general unsecured claims against the Debtors’ estates are between \$35 billion and \$42 billion, New GM will issue *up to* an additional 2% of its stock to the Debtors. The New GM stock and warrants are known as the **“New GM Securities”**.

The Creditors’ Committee has played an active role in these cases in an effort to obtain the best possible recovery for the claims of unsecured creditors. The enclosed Plan is the product of intense negotiations between the Creditors’ Committee, the Debtors, the U.S. Treasury, and other parties.

Under the facts and circumstances of these cases, the Creditors’ Committee believes that the Plan provides the best recovery for unsecured creditors as a whole and that acceptance of the Plan will expedite distributions to general unsecured creditors.<sup>3</sup>

On August 31, 2010, the Debtors filed the Plan and a Disclosure Statement related to the Plan. The Debtors filed an amended Plan and Disclosure Statement on December 7, 2010. On December 8, 2010, Bankruptcy Court found that the Disclosure Statement contained adequate information and approved it. The Debtors now seek acceptance of the Plan from their creditors.

Pursuant to the Plan, holders of Allowed General Unsecured Claims will receive the following:<sup>4</sup>

- An initial distribution of New GM Securities, based on the creditor’s pro rata share of the total remaining general unsecured claims asserted against the estate. The creditor’s pro rata share will be calculated by taking the amount of the creditor’s claim and dividing it by the sum of (x) the general unsecured claims allowed at the time *plus* (y) the maximum amount of disputed general unsecured claims.
- GUC Trust Units (units in a trust established for the benefit of unsecured creditors, known as the **“GUC Trust”**) which entitle the creditor to

---

<sup>3</sup> As of the date of this letter, there are still certain open issues under the Plan, including whether unsecured creditors are entitled to receive distributions from the proceeds of the Term Loan Avoidance Action. While the Creditors’ Committee is hopeful that these issues will be resolved prior to confirmation of the Plan, the Creditors’ Committee reserves all rights to object to the Plan on these or other grounds.

<sup>4</sup> The summary of distributions to general unsecured creditors is qualified in its entirety by the language of the Plan, the Disclosure Statement and the GUC Trust Agreement.

potentially receive additional New GM Securities as disputed general unsecured claims are disallowed or otherwise resolved.

For example, if on the initial distribution date, a general unsecured creditor's claim is 1% of the total remaining general unsecured claims (allowed and disputed), that creditor will receive on the initial distribution date 1% of the New GM Securities held by the GUC Trust. If by the end of the case, because certain disputed claims are disallowed or reduced, the creditor's claim is 1.5% of the **final** amount of Allowed General Unsecured Claims, subsequent distributions of an additional 0.5% of the New GM Securities will be made from the GUC Trust in respect of the GUC Trust Units received by the creditor.

In addition, the Creditors' Committee believes that holders of Allowed General Unsecured Claims are also entitled to the proceeds, if successful, of the Term Loan Avoidance Action (litigation commenced by the Creditors' Committee against certain prepetition secured lenders seeking to recover up to \$1.5 billion). However, there can be no assurance that the Term Loan Avoidance Action will succeed, so recoveries may be zero. Even if the Term Loan Avoidance Action succeeds, the U.S. Treasury and Export Development Canada (the "DIP Lenders") have recently asserted an interest in the Term Loan Avoidance Action. It is still an open question under the Plan as to whether general unsecured creditors or the DIP Lenders will receive proceeds, if any, from the Term Loan Avoidance Action. We direct your attention to Section III C of the Disclosure Statement entitled "Overview of the Plan - Description and Summary Table of Classification and Treatment of Claims and Equity Interests Under the Plan" detailing certain risk factors associated with the Term Loan Avoidance Action for more information.

As noted in the Disclosure Statement, the Debtors and the Creditors' Committee continue to evaluate the most efficient and equitable manner to effectuate distributions to the holders of General Unsecured Claims and it is possible that the distribution mechanics (specifically dealing with fractional shares and the use of GUC Trust Units) set forth in the Plan and Disclosure Statement may be amended prior to a Confirmation Hearing. The Creditors' Committee further notes that, unlike other chapter 11 plans, there is no available cash to pay out a convenience class for claims below a certain threshold. It is possible that holders of smaller allowed unsecured claims may not receive certain distributions due to rounding. However, unsecured creditors have the option of selling their claims for cash to a claims buyer outside the Plan process. You can find further information on selling claims, along with a list of potential claims buyers that have either appeared in these Chapter 11 Cases or have expressed an interest in buying and selling unsecured claims on the Creditors' Committee website at: [www.motorsliquidationcreditorscommittee.com](http://www.motorsliquidationcreditorscommittee.com). **PLEASE NOTE that the Creditors' Committee makes no recommendation as to whether you should sell your claim to a claims buyer.** If you are considering selling your claim, the Creditors' Committee recommends that you contact more than one buyer before deciding to sell and that you check the public trading prices of the larger issues of the Motors Liquidation Company's unsecured bonds.

The size of the claims pool will materially affect the distribution any general unsecured creditor will receive on its claim. At the Disclosure Statement hearing, the Bankruptcy Court authorized the Creditors' Committee to disclose additional information on the likely estimated size of the general unsecured claims pool. Attached as **Exhibit A** is a chart prepared

by FTI Consulting, Inc., financial advisor to the Creditors' Committee (with feedback from counsel to the Creditors' Committee and the Debtors), showing the likely estimated range of Allowed General Unsecured Claims in certain categories as of November 11, 2010. **PLEASE NOTE THAT THIS INFORMATION IS SUBJECT TO CHANGE AND CANNOT BE RELIED ON AS THE ACTUAL FINAL AMOUNT OF GENERAL UNSECURED CLAIMS THAT WILL BE ALLOWED OR RESERVED FOR.** The Creditors' Committee will post this letter on its website at [www.motorsliquidationcreditorscommittee.com](http://www.motorsliquidationcreditorscommittee.com) and, if it determines it is prudent to do so, may (in its own discretion, although without any obligation) update the claims information contained in Exhibit A hereto. **PLEASE FURTHER NOTE THAT THIS INFORMATION REPRESENTS THE CREDITORS' COMMITTEE'S VIEW ON GENERAL UNSECURED CLAIMS BASED ON ANALYSIS TO DATE. THE CREDITORS' COMMITTEE ASSUMES NO OBLIGATION TO UPDATE ITS ANALYSIS AND WILL IN ANY EVENT CEASE TO EXIST UPON CONSUMMATION OF THE PLAN. THIS INFORMATION IS NOT ENDORSED BY THE DEBTORS OR ANY OTHER ENTITY.**

The Disclosure Statement also contains record dates and deadlines that are important, including (but not limited to) the following:

December 7, 2010 is the record date for voting. You can only vote claims you held on December 7, 2010. In addition, December 7, 2010 is the record date for receiving the Confirmation Hearing Notice and a Notice of Non-Voting Status, if applicable. You will only receive such notices if you held claims on December 7, 2010.

February 11, 2011 at 4:00 p.m. (Eastern Time) is the Voting Deadline for the Debtors' voting agent to receive Ballots and the objection deadline for objections to confirmation of the Plan.

March 3, 2011 is the date for the hearing on the confirmation of the Plan (please note that the confirmation hearing may be adjourned).

Please review the Disclosure Statement for other dates and deadlines that may be important to you.

**The Creditors' Committee urges each holder of a general unsecured Claim in Class 3 to accept the Plan and timely return its Ballot indicating its acceptance in accordance with the voting instructions described in the Disclosure Statement and Ballot. Notwithstanding our recommendation, each creditor (including individual Creditors' Committee members) must make its own independent determination as to whether the Plan is acceptable to that creditor and should consult with its own legal and/or financial advisors(s).**

If you have questions, please contact us at the Creditors' Committee's website, [www.motorsliquidationcreditorscommittee.com](http://www.motorsliquidationcreditorscommittee.com) or the Creditors' Committee hotline at: (212) 715-3275.

If you have specific questions about Exhibit A (the chart showing the likely range of Allowed General Unsecured Claims) please contact FTI Consulting, Inc. at (404) 460-6200.

Very truly yours,

The Official Committee of Unsecured  
Creditors of Motors Liquidation Company, et al.

**EXHIBIT A**

Prepared at the Request of Counsel

## Motors Liquidation Company, et al.

PLEASE NOTE THAT THIS INFORMATION IS SUBJECT TO CHANGE AND CANNOT BE RELIED ON AS THE ACTUAL AMOUNT OF UNSECURED CLAIMS THAT WILL BE ALLOWED OR RESERVED FOR.

PLEASE FURTHER NOTE THAT THIS INFORMATION REPRESENTS THE CREDITORS' COMMITTEE'S VIEW ON UNSECURED CLAIMS BASED ON ANALYSIS TO DATE, AND SUCH INFORMATION IS NOT ENDORSED BY THE DEBTORS.

Unsecured Claims as of December 1, 2010					Estimated Range <sup>2</sup>	
Category	In US\$ billions	Remaining Claims <sup>1</sup>		Count	Low	High
		Total				
Debt		\$30.0		34	\$28.3	- \$29.9
Environmental		4.8		275	1.0	- 2.0
Asbestos		2.9		28,563	0.1	- 2.0
Litigation		3.3		2,505	1.5	- 2.5
Employee		1.0		4	1.0	- 1.3
Executory Contracts		1.6		221	0.8	- 1.6
Accounts Payable		0.1		749	0.0	- 0.1
Workers Compensation		0.0		19	0.0	- 0.0
Other <sup>3</sup>		0.1		120	0.0	- 0.0
Total		\$43.7		32,490	\$32.7	- \$39.4

### Notes:

(1) Claims remaining after pending and anticipated future objections.

(2) There is a potential for an additional unsecured claim of up to approximately \$1.5 billion if the Committee is successful in the Term Loan Adversary Proceeding.

(3) Includes Tax, Equityholders, Customers and Other.





**Exhibit 3**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X		:	
<b>In re</b>	:	:	<b>Chapter 11 Case No.</b>
	:	:	
<b>MOTORS LIQUIDATION COMPANY, et al.,</b>	:	:	<b>09-50026 (REG)</b>
<b>f/k/a General Motors Corp., et al.</b>	:	:	
	:	:	
<b>Debtors.</b>	:	:	<b>(Jointly Administered)</b>
	:	:	
-----X			

**NOTICE OF (I) APPROVAL OF DISCLOSURE STATEMENT;  
(II) ESTABLISHMENT OF RECORD DATE; (III) HEARING ON CONFIRMATION  
OF THE PLAN AND PROCEDURES FOR OBJECTING TO CONFIRMATION OF THE PLAN;  
AND (IV) PROCEDURES AND DEADLINE FOR VOTING ON THE PLAN**

TO: ALL HOLDERS OF CLAIMS AGAINST AND INTERESTS IN THE DEBTORS SET FORTH  
BELOW:

<b>Name of Debtor</b>	<b>Case Number</b>	<b>Tax Identification Number</b>	<b>Other Names Used by Debtors in the Past 8 Years</b>
Motors Liquidation Company (f/k/a <b>General Motors Corporation</b> )	09-50026	38-0572515	General Motors Corporation GMC Truck Division NAO Fleet Operations GM Corporation GM Corporation-GM Auction Department National Car Rental National Car Sales Automotive Market Research
MLCS, LLC (f/k/a <b>Saturn, LLC</b> )	09-50027	38-2577506	Saturn, LLC Saturn Corporation Saturn Motor Car Corporation GM Saturn Corporation Saturn Corporation of Delaware
MLCS Distribution Corporation (f/k/a <b>Saturn Distribution Corporation</b> )	09-50028	38-2755764	Saturn Distribution Corporation
MLC of Harlem, Inc. (f/k/a <b>Chevrolet-Saturn of Harlem, Inc.</b> )	09-13558	20-1426707	Chevrolet-Saturn of Harlem, Inc.
Remediation and Liability Management Company, Inc.	09-50029	38-2529430	Uptown Land Development Corporation
Environmental Corporate Remediation Company, Inc.	09-50030	41-1650789	GM National Hawaii, Inc. NCRS Hawaii, Inc.

PLEASE TAKE NOTICE that:

1. **Approval of Disclosure Statement.** By order dated December 8, 2010 (the “**Order**”), the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) approved the Disclosure Statement for the Debtors’ Amended Joint Chapter 11 Plan, dated December

8, 2010 (as it may be amended, the “**Disclosure Statement**”) filed by Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”) each of which is identified above, and directed the Debtors to solicit votes with regard to the acceptance or rejection of the Debtors’ Amended Joint Chapter 11 Plan, dated December 7, 2010 (as it may be amended, the “**Plan**”), annexed as **Exhibit “A”** to the Disclosure Statement. Any capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

2. **Confirmation Hearing.** A hearing (the “**Confirmation Hearing**”) to consider the confirmation of the Plan will be held on March 3, 2011 at 9:45 a.m. (Eastern Time) before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Room 621 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408. **The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Debtors of the adjourned date(s) at the Confirmation Hearing or any continued hearing or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtors with the Bankruptcy Court, and the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing, without further notice to interested parties.**

3. **Record Date for Voting Purposes.** Only creditors who hold claims on December 7, 2010 are entitled to vote on the Plan.

4. **Voting Deadline.** All votes to accept or reject the Plan must be actually received by the Debtors’ voting agents, The Garden City Group, Inc. (“**GCG**”) or Epiq Bankruptcy Solutions, LLC, as applicable, by no later than February 11, 2011 at 5:00 p.m. (Eastern Time) (the “**Voting Deadline**”). Any failure to follow the voting instructions included with your Ballot may disqualify your Ballot and your vote.

5. **Parties in Interest Not Entitled to Vote.** The following creditors and shareholders are not entitled to vote on the Plan: (i) holders of unimpaired claims; (ii) holders of claims or interests who will receive no distribution at all under the Plan; and (iii) holders of claims that are the subject of filed objections or requests for estimation. If you have timely filed a proof of claim and disagree with the Debtors’ classification of, objection to, or request for estimation of, your claim and believe that you should be entitled to vote on the Plan, then you must serve on the Debtors at the address set forth below and file with the Bankruptcy Court (with a hard copy delivered directly to the Judge’s Chambers) a motion (a “**Rule 3018(a) Motion**”) for an order pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure temporarily allowing such claim in a different amount or in a different class for purposes of voting to accept or reject the Plan. All Rule 3018(a) Motions must be filed on or before the tenth (10th) day after the later of (a) service of this Confirmation Hearing Notice and (b) service of notice of an objection or request for estimation, if any, as to such claim. In accordance with Bankruptcy Rule 3018, as to any creditor filing a Rule 3018(a) Motion, such creditor’s Ballot will not be counted except as may be otherwise ordered by the Bankruptcy Court at least five (5) days prior to the Voting Deadline. Creditors may contact GCG at 703-286-6401 to receive an appropriate ballot for any claim for which a proof of claim has been timely filed and a Rule 3018(a) Motion has been granted. Rule 3018(a) Motions that are not timely filed and served in the manner set forth above shall not be considered.

6. **Objections to Confirmation.** Responses and objections, if any, to confirmation of the Plan must:

- (a) be in writing;
- (b) state the name and address of the objecting party and the amount and nature of the claim or interest of such party;
- (c) conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court;

- (d) state with particularity the basis and nature of any objection to confirmation of the Plan;
- (e) be filed with the Bankruptcy Court **by no later than February 11, 2011 at 4:00 p.m. (Eastern Time)** (i) electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)) by registered users of the Bankruptcy Court's filing system, and (ii) by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to the Judge's Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable;
- (f) be served in accordance with General Order M-399 on the following parties so as to be received **by no later than February 11, 2011 at 4:00 p.m. (Eastern Time)**:
  - (i) Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Harvey R. Miller, Esq., Stephen Karotkin, Esq., and Joseph H. Smolinsky, Esq.);
  - (ii) the Debtors, c/o Motors Liquidation Company, 401 South Old Woodward Avenue, Suite 370, Birmingham, Michigan 48009 (Attn: Thomas Morrow);
  - (iii) General Motors LLC, 400 Renaissance Center, Detroit, Michigan 48265 (Attn: Lawrence S. Buonomo, Esq.);
  - (iv) Cadwalader, Wickersham & Taft LLP, attorneys for the United States Department of the Treasury, One World Financial Center, New York, New York 10281 (Attn: John J. Rapisardi, Esq.);
  - (v) the United States Department of the Treasury, 1500 Pennsylvania Avenue NW, Room 2312, Washington, DC 20220 (Attn: Joseph Samarias, Esq.);
  - (vi) Vedder Price, P.C., attorneys for Export Development Canada, 1633 Broadway, 47th Floor, New York, New York 10019 (Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.);
  - (vii) Kramer Levin Naftalis & Frankel LLP, attorneys for the Creditors' Committee, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq., Robert Schmidt, Esq., Lauren Macksoud, Esq., and Jennifer Sharret, Esq.);
  - (viii) the Office of the United States Trustee, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Tracy Hope Davis, Esq.);
  - (ix) the U.S. Attorney's Office, S.D.N.Y., 86 Chambers Street, Third Floor, New York, New York 10007 (Attn: David S. Jones, Esq. and Natalie Kuehler, Esq.);
  - (x) Caplin & Drysdale, Chartered, attorneys for the Asbestos Claimants' Committee, 375 Park Avenue, 35th Floor, New York, New York 10152-3500 (Attn: Elihu Inselbuch, Esq. and Rita C. Tobin, Esq.) and One Thomas Circle, N.W., Suite 1100, Washington, DC 20005 (Attn: Trevor W. Swett III, Esq. and Kevin C. Maclay, Esq.); and
  - (xi) Stutzman, Bromberg, Esserman & Plifka, A Professional Corporation, attorneys for Dean M. Trafelet in his capacity as the Future Claimants' Representative, 2323

Bryan Street, Suite 2200, Dallas, Texas 75201 (Attn: Sander L. Esserman, Esq. and Robert T. Brousseau, Esq.).

**IF ANY OBJECTION TO CONFIRMATION OF THE PLAN IS NOT FILED AND SERVED STRICTLY AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO CONFIRMATION OF THE PLAN AND MAY NOT BE HEARD AT THE HEARING.** The Debtors may serve replies to such responses or objections by no later than February 22, 2011 at 4:00 p.m. (Eastern Time).

7. ***Parties Who Will Not Be Treated as Creditors.*** Any holder of a claim that (i) is scheduled in the Debtors' schedules of assets and liabilities, statements of financial affairs, and schedules of executory contracts and unexpired leases at zero, or in an unknown amount, or as disputed, contingent, or unliquidated, and is not the subject of a timely filed proof of claim or a proof of claim deemed timely filed with the Bankruptcy Court pursuant to either the Bankruptcy Code or any order of the Bankruptcy Court, or otherwise deemed timely filed under applicable law, or (ii) is not scheduled and is not the subject of a timely filed proof of claim or a proof of claim deemed timely filed with the Bankruptcy Court pursuant to either the Bankruptcy Code or any order of the Bankruptcy Court, or otherwise deemed timely filed under applicable law, shall not be treated as a creditor with respect to such claim for purposes of (a) receiving notices regarding, or distributions under, the Plan, or (b) voting on the Plan.

8. ***Additional Information.*** Any party in interest wishing to obtain information about the solicitation procedures or copies of the Disclosure Statement or the Plan should call GCG at 703-286-6401, or may view such documents by accessing [www.motorsliquidationdocket.com](http://www.motorsliquidationdocket.com) or the Bankruptcy Court's website: [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov). Note that a PACER (<http://www.pacer.psc.uscourts.gov>) password and login are needed to access documents on the Bankruptcy Court's website.

Dated: New York, New York  
December 8, 2010

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

Attorneys for Debtors  
and Debtors in Possession

**Exhibit 4**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re	:	Chapter 11 Case No.
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:	
	:	(Jointly Administered)
Debtors.	:	
-----X	:	

**BENEFICIAL OWNER BALLOT FOR ACCEPTING OR REJECTING  
AMENDED JOINT CHAPTER 11 PLAN OF MOTORS LIQUIDATION COMPANY  
(F/K/A GENERAL MOTORS CORPORATION) AND ITS AFFILIATED DEBTORS**

**CLASS 3 (GENERAL UNSECURED CLAIMS) – NOTE CLAIMS,  
EUROBOND CLAIMS, AND NOVA SCOTIA GUARANTEE CLAIMS**

This Beneficial Owner Ballot is to be used for voting by the record holders or the beneficial owners of debt securities with respect to the Note Claims (as defined in the Plan), the Eurobond Claims (as defined in the Plan), or the Nova Scotia Guarantee Claims (as defined in the Plan). The Note Claims, the Eurobond Claims, and the Nova Scotia Guarantee Claims arise out of or are related to the indentures and fiscal paying agency agreements listed below (collectively, the “**Debt Instruments**”).

Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), each of which is identified below, are soliciting votes with respect to the Debtors’ Amended Joint Chapter 11 Plan, dated December 7, 2010 (as it may be amended, the “**Plan**”), from the holders of certain impaired claims against the Debtors. All capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Plan. If you have any questions on how to properly complete this Ballot, please call the Debtors’ Debt Instruments voting agent, Epiq Bankruptcy Solutions, LLC (the “**DIVA**”) at 877-580-9742 (domestic and Canada) or +1-503-597-7702 (international).

This Beneficial Owner Ballot is to be used for voting by holders of Note Claims, Eurobond Claims, and Nova Scotia Guarantee Claims. **In order for your Class 3 (General Unsecured Claim) vote to be counted, the Beneficial Owner Ballot must be properly completed, signed, and returned to the DIVA at the following address, so as to be received no later than February 11, 2011 at 5:00 p.m. (Eastern Time) (the “Voting Deadline”), unless such time is extended by the Debtors.**

**IF YOU RECEIVED A RETURN ENVELOPE ADDRESSED TO YOUR BANK, BROKER, OR OTHER NOMINEE (EACH OF THE FOREGOING, A “NOMINEE”), YOU MUST RETURN YOUR BENEFICIAL OWNER BALLOT TO YOUR NOMINEE AND YOUR NOMINEE WILL TRANSMIT YOUR VOTE TO THE DIVA ON A MASTER BALLOT. PLEASE ALLOW SUFFICIENT TIME FOR YOUR NOMINEE TO PROCESS YOUR VOTE ON A MASTER BALLOT AND RETURN THE MASTER BALLOT TO THE DIVA BEFORE THE VOTING DEADLINE. IF YOUR NOMINEE IS NOT TRANSMITTING YOUR VOTE, YOU MUST COMPLETE, SIGN, AND RETURN YOUR BENEFICIAL OWNER BALLOT TO THE DIVA BEFORE THE VOTING DEADLINE AT THE FOLLOWING ADDRESS:**

<b>If by overnight or hand delivery:</b>  Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing 757 Third Avenue, 3 <sup>rd</sup> Floor New York, NY 10017	<b>If by standard mailing:</b>  Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing FDR Station, P.O. Box 5014 New York, NY 10150-5014
---	---

This Ballot is solely for purposes of voting to accept or reject the Plan and not for the purpose of allowance or disallowance of or distribution on account of Class 3 General Unsecured Claims.

**Identification of Debtor Entities**

<b>Name of Debtor</b>	<b>Case Number</b>	<b>Tax Identification Number</b>	<b>Other Names Used by Debtors in the Past 8 Years</b>
Motors Liquidation Company (f/k/a <b>General Motors Corporation</b> )	09-50026	38-0572515	General Motors Corporation GMC Truck Division NAO Fleet Operations GM Corporation GM Corporation-GM Auction Department National Car Rental National Car Sales Automotive Market Research
MLCS, LLC (f/k/a <b>Saturn, LLC</b> )	09-50027	38-2577506	Saturn, LLC Saturn Corporation Saturn Motor Car Corporation GM Saturn Corporation Saturn Corporation of Delaware
MLCS Distribution Corporation (f/k/a <b>Saturn Distribution Corporation</b> )	09-50028	38-2755764	Saturn Distribution Corporation
MLC of Harlem, Inc. (f/k/a <b>Chevrolet-Saturn of Harlem, Inc.</b> )	09-13558	20-1426707	Chevrolet-Saturn of Harlem, Inc.
Remediation and Liability Management Company, Inc.	09-50029	38-2529430	Uptown Land Development Corporation
Environmental Corporate Remediation Company, Inc.	09-50030	41-1650789	GM National Hawaii, Inc. NCRS Hawaii, Inc.



**INSTRUCTIONS FOR COMPLETING  
BENEFICIAL OWNER BALLOT FOR HOLDERS OF  
CLASS 3 GENERAL UNSECURED CLAIMS – NOTE CLAIMS,  
EUROBOND CLAIMS, AND NOVA SCOTIA GUARANTEE CLAIMS**

1. This Beneficial Owner Ballot is submitted to you to solicit your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement for the Plan, dated December 8, 2010 (as it may be amended, the “**Disclosure Statement**”), including all exhibits thereto. All capitalized terms used but not otherwise defined herein or in the Beneficial Owner Ballot shall have the meanings ascribed to such terms in the Plan. **PLEASE READ THE PLAN AND THE DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THIS BALLOT.**
2. The Plan will be accepted by Class 3 (General Unsecured Claims) if it is accepted by the holders of two-thirds in dollar amount and more than one-half in number of Claims in Class 3 voting on the Plan. In the event that Class 3 rejects the Plan, the Bankruptcy Court may nevertheless confirm the Plan and thereby make it binding on you if the Bankruptcy Court finds that the Plan does not unfairly discriminate against and accords fair and equitable treatment to the holders of Claims in Class 3 and any other Classes of Claims rejecting the Plan, and otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. If the Plan is confirmed by the Bankruptcy Court, all holders of Claims against and Equity Interests in the Debtors (including those holders who abstain from voting on the Plan, those holders who reject the Plan, and those holders who are not entitled to vote on the Plan) will be bound by the confirmed Plan and the transactions contemplated thereby, whether or not they vote and whether or not they accept the Plan.
3. **In order for your Class 3 (General Unsecured Claims) vote to be counted, the Beneficial Owner Ballot must be properly completed, signed, and returned to the DIVA at the following address, so as to be received no later than February 11, 2011 at 5:00 p.m. (Eastern Time) (the “Voting Deadline”), unless such time is extended by the Debtors. IF YOU RECEIVED A RETURN ENVELOPE ADDRESSED TO YOUR NOMINEE, YOU MUST RETURN YOUR BENEFICIAL OWNER BALLOT TO YOUR NOMINEE AND YOUR NOMINEE WILL TRANSMIT YOUR VOTE TO THE DIVA ON A MASTER BALLOT. PLEASE ALLOW SUFFICIENT TIME FOR YOUR NOMINEE TO PROCESS YOUR VOTE ON A MASTER BALLOT AND RETURN THE MASTER BALLOT TO THE DIVA BEFORE THE VOTING DEADLINE. IF YOUR NOMINEE IS NOT TRANSMITTING YOUR VOTE, YOU MUST COMPLETE, SIGN, AND RETURN YOUR BENEFICIAL OWNER BALLOT TO THE DIVA BEFORE THE VOTING DEADLINE AT THE FOLLOWING ADDRESS:**

<p><b>If by overnight or hand delivery:</b></p> <p>Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing 757 Third Avenue, 3<sup>rd</sup> Floor New York, NY 10017</p>	<p><b>If by standard mailing:</b></p> <p>Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing FDR Station, P.O. Box 5014 New York, NY 10150-5014</p>
--	---

**Beneficial Owner Ballots will not be accepted by telecopy, facsimile, e-mail, or other electronic means of transmission.**

4. To properly complete the Beneficial Owner Ballot, you must follow the procedures described below:
- a. Make sure that the information contained in Item 1 is correct;
  - b. If you have a Claim in Class 3, cast one vote to accept or reject the Plan by checking the appropriate box in Item 2;
  - c. Provide the information required by Item 3, if applicable to you;
  - d. If you are completing this Beneficial Owner Ballot on behalf of another entity, indicate your relationship with such entity and the capacity in which you are signing. By submitting the Ballot you are certifying that you have authority to so act and agree to provide documents evidencing such authority upon request (e.g., a power of attorney or a certified copy of board resolutions authorizing you to so act);
  - e. If you also hold Claims in a Class other than Class 3, you may receive more than one Ballot, labeled for a different Class of Claims. Your vote will be counted in determining acceptance or rejection of the Plan by a particular Class of Claims only if you complete, sign, and return the Ballot labeled for that Class of Claims in accordance with the instructions on that Ballot;
  - f. If more than one timely, properly completed Beneficial Owner Ballot is received, only the Beneficial Owner Ballot that bears the earliest date will be counted, unless the holder of the Claim receives Bankruptcy Court approval to have the Beneficial Owner Ballot that bears the latest date counted;
  - g. If you believe that you have received the wrong Ballot, please contact the DIVA immediately;
  - h. Provide your name and mailing address;
  - i. Sign and date your Beneficial Owner Ballot; and
  - j. Return your Beneficial Owner Ballot with an original signature using the enclosed pre-addressed return envelope.

**IF YOU HAVE ANY QUESTIONS REGARDING THE BENEFICIAL OWNER BALLOT, IF YOU DID NOT RECEIVE A RETURN ENVELOPE WITH YOUR BENEFICIAL OWNER BALLOT, IF YOU DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR IF YOU NEED ADDITIONAL COPIES OF THE BENEFICIAL OWNER BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT YOUR NOMINEE OR THE DIVA AT 877-580-9742 (DOMESTIC AND CANADA) OR +1-503-597-7702 (INTERNATIONAL). PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT. THE DIVA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.**

PLEASE COMPLETE THE FOLLOWING:

**ITEM 1. Principal Amount of Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims.**

The undersigned hereby certifies that as of December 7, 2010, the undersigned was the Beneficial Owner (or authorized signatory for a Beneficial Owner) or the Nominee of a Beneficial Owner of (i) Note Claims in the following aggregate unpaid principal amount (insert amount in box below), (ii) Eurobond Claims in the following aggregate unpaid principal amount (insert amount in box below), or (iii) Nova Scotia Guarantee Claims in the following aggregate unpaid principal amount (insert amount in box below), as applicable. If your Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims are held by a Nominee on your behalf and you do not know the amount of Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims held, please contact your Nominee immediately. If the principal amount of your Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims has been inserted for you below, please verify the accuracy of this amount and contact your Nominee with regard to any discrepancies.

Principal Amount of Note Claims, Eurobond Claims, or Nova Scotia  
Guarantee Claims indicated in the below document footer:

\_\_\_\_\_

**ITEM 2. Vote on the Plan.** The Beneficial Owner of the Note Claims, the Eurobond Claims, or the Nova Scotia Guarantee Claims identified in Item 1 hereby votes to:

Check one box:

☐ Accept the Plan

☐ Reject the Plan

**ITEM 3. Certification as to Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims Held in Additional Accounts.** By completing and returning this Beneficial Owner Ballot, the Beneficial Owner certifies that either (i) it has not submitted any other Beneficial Owner Ballots for other Class 3 General Unsecured Claims held in other accounts or other record names or (ii) it has provided the information specified in the following table for all other Class 3 General Unsecured Claims for which it has submitted additional Beneficial Owner Ballots, each of which indicates the same vote to accept or reject the Plan (please use additional sheets of paper if necessary):

ONLY COMPLETE THIS SECTION IF YOU HAVE VOTED CLASS 3 BENEFICIAL OWNER BALLOTS OTHER THAN THIS BENEFICIAL OWNER BALLOT.

Account Number	Name of Owner <sup>1</sup>	Amount of Other Class 3 Claims Voted	CUSIP of other Class 3 Claims Voted	Name of Other Debt Instrument Voted

<sup>1</sup> Insert your name if the Note Claims or the Eurobond Claims are held by you in record name or, if held in street name, insert the name of your broker or bank.

**ITEM 4. Acknowledgements and Certification.** By returning this Beneficial Owner Ballot, the Beneficial Owner of debt securities with respect to the Note Claims, the Eurobond Claims, or the Nova Scotia Guarantee Claims identified in Item 1 above (i) acknowledges that it has been provided with a copy of the Disclosure Statement, including all exhibits thereto; (ii) certifies that (a) it is the holder of the Note Claims, the Eurobond Claims, or the Nova Scotia Guarantee Claims identified in Item 1 above and (b) it has full power and authority to vote to accept or reject the Plan; and (iii) further acknowledges that the Debtors' solicitation of votes is subject to all terms and conditions set forth in the Disclosure Statement and the order of the Bankruptcy Court approving the Disclosure Statement and the procedures for the solicitation of votes to accept or reject the Plan contained therein.

Print or Type Name of Claimant: \_\_\_\_\_  
 Social Security or Federal Tax I.D. No. of Claimant: \_\_\_\_\_  
 Signature: \_\_\_\_\_  
 Name of Signatory (if different than claimant): \_\_\_\_\_  
 If by Authorized Agent, Title of Agent: \_\_\_\_\_  
 Street Address: \_\_\_\_\_  
 City, State, and Zip Code: \_\_\_\_\_  
 Telephone Number: \_\_\_\_\_  
 E-mail Address: \_\_\_\_\_  
 Date Completed: \_\_\_\_\_

**Debt Instruments for Note Claims**

	<b>Debt Instrument</b>	<b>CUSIP Nos.</b>
1	Indenture, dated as of November 15, 1990, between General Motors Corporation, as issuer, and Wilmington Trust Company, as successor-in-interest Indenture Trustee to Citibank, N.A., pursuant to which the following debt securities were issued: (a) 9.40% Debentures due July 15, 2021 (b) 8.80% Notes due March 1, 2021 (c) 7.40% Debentures due September 1, 2025 (d) 9.40% Medium Term Notes due July 15, 2021 (e) 9.45% Medium Term Notes due November 1, 2011	370442AN5 370442AJ4 370442AR6 37045EAG3 37045EAS7
2	Indenture, dated as of December 7, 1995, between General Motors Corporation, as issuer, and Wilmington Trust Company, as successor-in-interest Indenture Trustee to Citibank, N.A., pursuant to which the following debt securities were issued: (a) 7.75% Discount Debentures due March 15, 2036 (b) 7.70% Debentures due April 15, 2016 (c) 8.10% Debentures due June 15, 2024 (d) 6.75% Debentures due May 1, 2028	370442AT2 370442AU9 370442AV7 370442AZ8

	(e) 7.20% Notes due January 15, 2011 (f) 7.25% Quarterly Interest Bonds due April 15, 2041 (g) 7.25% Senior Notes due July 15, 2041 (h) 7.375% Senior Notes due October 1, 2051 (i) 7.25% Senior Notes due February 15, 2052 (j) 4.50% Series A Convertible Senior Debentures due March 6, 2032 (k) 5.25% Series B Convertible Senior Debentures due March 6, 2032 (l) 7.375% Senior Notes due May 15, 2048 (m) 7.375% Senior Notes due May 23, 2048 (n) 8.375% Senior Debentures due July 15, 2033 (o) 6.25% Series C Convertible Senior Debentures due July 15, 2033 (p) 8.250% Senior Debentures due July 15, 2023 (q) 7.125% Senior Notes due July 15, 2013 (r) 7.50% Senior Notes due July 1, 2044 (s) 1.50% Series D Convertible Senior Debentures due June 1, 2009	370442BB0 370442816 370442774 370442766 370442758 370442741 370442733 370442725 370442BQ7 370442BT1 370442717 370442BW4 370442BS3 370442121 370442691
3	Trust Indenture, dated as of July 1, 1995, between Michigan Strategic Fund and Law Debenture, as successor-in-interest Trustee to Dai-Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>Michigan Strategic Fund Multi-Modal Interchangeable Rate Pollution Control Refunding Revenue Bonds Series 1995</li></ul>	594693AQ6
4	Indenture of Trust, dated as of July 1, 1994, between City of Moraine, Ohio and Law Debenture, as successor-in-interest Trustee to Dai-Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>Solid Waste Disposal Revenue Bonds (General Motors Corporation Project) Series 1994</li></ul>	616449AA2
5	Indenture, dated as of July 1, 1999, between City of Moraine, Ohio and Law Debenture, as successor-in-interest Trustee to Dai Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>Solid Waste Disposal Revenue Bonds (General Motors Project), Series 1999</li></ul>	616449AB0
6	Trust Indenture, dated as of December 1, 2002, between City of Fort Wayne, Indiana and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, and Bank One Trust Company, N.A., as Co-Trustee, related to: <ul style="list-style-type: none"><li>City of Fort Wayne, Indiana Pollution Control Revenue Bonds (General Motors Corporation Project), Series 2002</li></ul>	349272AT1
7	Trust Indenture, dated as of March 1, 2002, between Ohio Water Development Authority and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, related to: <ul style="list-style-type: none"><li>State of Ohio Pollution Control Refunding Revenue Bonds (General Motors Corporation Project), Series 2002</li></ul>	677596AU2

8	Indenture of Trust, dated as of December 1, 2002, between Ohio Water Development Authority and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, related to: <ul style="list-style-type: none"> <li>State of Ohio Solid Waste Revenue Bonds, Series 2002 (General Motors Corporation Project)</li> </ul>	67759ABC2
9	Trust Indenture, dated as of April 1, 1984, among City of Indianapolis, Indiana and Law Debenture, as successor-in-interest Trustee to Bankers Trust Company, and the Indiana National Bank, as Co-Trustee, related to: <ul style="list-style-type: none"> <li>City of Indianapolis, Indiana Pollution Control Revenue Bonds (General Motors Corporation Project), Series 1984</li> </ul>	455329AB8

**Debt Instruments for Eurobond Claims**

	Debt Instrument	ISIN or Swiss Security Numbers
1	Fiscal and Paying Agency Agreement, dated as of July 3, 2003, among General Motors Corporation, Deutsche Bank AG London, and Banque Générale du Luxembourg S.A.	<u>ISIN Nos.:</u> XS0171942757, XS0171943649
2	Bond Purchase and Paying Agency Agreement, dated May 28, 1986, between General Motors Corporation and Credit Suisse	<u>Swiss Security No.:</u> 876 926

**Debt Instrument for Nova Scotia Guarantee Claims**

	Debt Instrument	ISIN or Swiss Security Numbers
1	Fiscal and Paying Agency Agreement, dated as of July 10, 2003, among General Motors Nova Scotia Finance Company, MLC, Deutsche Bank Luxembourg S.A., and Banque Générale du Luxembourg S.A.	<u>ISIN Nos.:</u> XS0171922643, XS0171908063

**Exhibit 5**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
<b>In re</b>	: <b>Chapter 11 Case No.</b>
	:
<b>MOTORS LIQUIDATION COMPANY, et al.,</b>	: <b>09-50026 (REG)</b>
<b>f/k/a General Motors Corp., et al.</b>	:
	:
<b>Debtors.</b>	: <b>(Jointly Administered)</b>
	:
-----X	

**NOTICE OF DEADLINES FOR FILING ADMINISTRATIVE PROOFS OF CLAIM**

TO ALL PERSONS AND ENTITIES WITH A CLAIM FOR ADMINISTRATIVE EXPENSES  
AGAINST A DEBTOR SET FORTH BELOW:

Name of Debtor	Case Number	Tax Identification Number	Other Names Used by Debtors in the Past 8 Years
Motors Liquidation Company (f/k/a <b>General Motors Corporation</b> )	09-50026	38-0572515	General Motors Corporation GMC Truck Division NAO Fleet Operations GM Corporation GM Corporation-GM Auction Department National Car Rental National Car Sales Automotive Market Research
MLCS, LLC (f/k/a <b>Saturn, LLC</b> )	09-50027	38-2577506	Saturn, LLC Saturn Corporation Saturn Motor Car Corporation GM Saturn Corporation Saturn Corporation of Delaware
MLCS Distribution Corporation (f/k/a <b>Saturn Distribution Corporation</b> )	09-50028	38-2755764	Saturn Distribution Corporation
MLC of Harlem, Inc. (f/k/a <b>Chevrolet-Saturn of Harlem, Inc.</b> )	09-13558	20-1426707	Chevrolet-Saturn of Harlem, Inc.
Remediation and Liability Management Company, Inc. (subsidiary of General Motors Corporation)	09-50029	38-2529430	Uptown Land Development Corporation
Environmental Corporate Remediation Company, Inc. (subsidiary of General Motors Corporation)	09-50030	41-1650789	GM National Hawaii, Inc. NCRS Hawaii, Inc.

PLEASE TAKE NOTICE THAT, on December 14, 2010, the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), having jurisdiction over the chapter 11 cases of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”) entered an order (the “**Administrative Bar Date Order**”) establishing the deadline for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, governmental entities, and



trusts) to file a proof of claim for certain administrative expenses (an “**Administrative Proof of Claim**”) against the Debtors as (i) **February 14, 2011 at 5:00 p.m. (Eastern Time)** with respect to administrative expenses arising between June 1, 2009 and January 31, 2011, and (ii) **the date that is thirty (30) days after the Effective Date** (as defined in the Debtors’ Amended Joint Chapter 11 Plan, dated December 7, 2010, as may be amended from time to time (the “**Plan**”)) at **5:00 p.m. (Eastern Time)** as the deadline with respect to administrative expenses arising between February 1, 2011 and the Effective Date (together, the “**Administrative Bar Date**”).

The Administrative Bar Date Order, the Administrative Bar Date, and the procedures set forth below for the filing of Administrative Proofs of Claim apply to all claims for administrative expenses against the Debtors other than those set forth below as being specifically excluded. The Administrative Bar Date Order **does not establish a deadline for any claim that arose prior to June 1, 2009** (including claims that arose prior to the Debtors’ bankruptcy cases).

**If you have any questions relating to this Notice, please contact The Garden City Group at +1 (703) 286-6401.**

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM FOR ADMINISTRATIVE EXPENSES OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM FOR ADMINISTRATIVE EXPENSES.**

**YOU SHOULD NOT FILE AN ADMINISTRATIVE PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM FOR ADMINISTRATIVE EXPENSES AGAINST THE DEBTORS.**

**DEFINITIONS OF WHO MUST FILE AN ADMINISTRATIVE PROOF OF CLAIM ARE PROVIDED BELOW, TOGETHER WITH DEFINITIONS OF THOSE WHO NEED NOT FILE AN ADMINISTRATIVE PROOF OF CLAIM.**

**YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE AN ADMINISTRATIVE PROOF OF CLAIM.**

## **1. WHO MUST FILE AN ADMINISTRATIVE PROOF OF CLAIM**

You **MUST** file an **Administrative Proof of Claim** to obtain payment on account of a **claim for administrative expenses** arising between **June 1, 2009 and January 31, 2011**, or **February 1, 2011 and the Effective Date**, and is not one of the types of claims described in Section 2 below.

Claims for administrative expenses are specifically described in section 503 and 507 of the Bankruptcy Code. Among other things, these sections provide that certain types of claims are entitled to administrative expense priority, including, without limitation: (i) the actual, necessary costs and expenses of preserving the estate, including wages, salaries, or commissions for services rendered after the commencement of the bankruptcy case; (ii) certain taxes and penalties related thereto; (iii) compensation and reimbursement of certain officers; (iv) the actual, necessary expenses incurred by (a) certain creditors, (b) a creditor, an indenture trustee, an equity security holder, or a committee representing any such entities, in making a substantial contribution to a debtor’s chapter 11 case, (c) a custodian, and (d) members of certain committees if incurred in the performance of the duties of such committees; or (v) compensation for services rendered by an indenture trustee.

## 2. WHO NEED NOT FILE AN ADMINISTRATIVE PROOF OF CLAIM

You need not file an Administrative Proof of Claim if:

- (a) your claim for administrative expenses has been allowed by an order of this Court entered on or before the Administrative Bar Date;
- (b) you hold a claim for administrative expenses for which a separate deadline is fixed by this Court;
- (c) your claim for administrative expenses has been paid or otherwise satisfied in full by any of the Debtors;
- (d) you are a Debtor in these cases, or an affiliate (as defined in section 101(2) of the Bankruptcy Code) of any Debtor, having a claim for administrative expenses against another Debtor or any affiliate of another Debtor;
- (e) you are a professional retained by any of the Debtors, the statutory committee of unsecured creditors, the official committee of unsecured creditors holding asbestos-related claims, and the legal representative for future asbestos personal injury claimants appointed in these chapter 11 cases;
- (f) you are a holder of a claim for administrative expenses who has already properly filed an Administrative Proof of Claim with the Clerk of the Court or GCG against any of the Debtors, utilizing a claim form which substantially conforms to the Administrative Proof of Claim Form (as defined below); or
- (g) you are a holder of a claim for administrative expenses that will be deemed allowed pursuant to the express terms of the Plan.

If your claim for administrative expenses falls within any of the above exceptions, you do NOT have to file an Administrative Proof of Claim. Any other person or entity with a claim for administrative expenses must file an Administrative Proof of Claim as described herein.

## 3. WHEN AND WHERE TO FILE ADMINISTRATIVE PROOF OF CLAIM FORMS

All Administrative Proofs of Claim must be filed so as to be actually received at the following address on or before the Administrative Bar Date:

If by overnight courier or hand delivery to:

The Garden City Group, Inc.  
Attn: Motors Liquidation Company Claims Processing  
5151 Blazer Parkway, Suite A  
Dublin, Ohio 43017

If by first-class mail, to:

The Garden City Group, Inc.  
Attn: Motors Liquidation Company Claims Processing  
P.O. Box 9386  
Dublin, Ohio 43017-4286

Or if by hand delivery to:

United States Bankruptcy Court, S.D.N.Y.  
One Bowling Green  
Room 534  
New York, New York 10004

Administrative Proofs of Claim will be deemed timely filed only if actually received by The Garden City Group, Inc. or the Court on or before the Administrative Bar Date. Administrative Proofs of Claim may not be delivered by facsimile, telecopy, or electronic transmission.

## 4. WHAT TO FILE?

If you file an Administrative Proof of Claim, your filed Administrative Proof of Claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States; (iii) conform substantially to the form (the “**Administrative Proof of Claim Form**”) located at the following website: [www.motorsliquidationdocket.com](http://www.motorsliquidationdocket.com), which can also be obtained by calling +1 (703) 286-6401; (iv) state the Debtor against which it is filed; (v) set forth with specificity the legal and factual basis for the alleged claim for administrative expenses; (vi) include supporting

documentation or an explanation as to why such documentation is not available; and (vii) be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant.

If you are asserting a claim for administrative expenses against more than one debtor, you must identify on your administrative proof of claim the specific debtor against which your claim for administrative expenses is asserted. A list of the names of the debtors and their case numbers is set forth above.

You should attach to your completed administrative proof of claim form copies of any writings upon which your claim for administrative expenses is based. If the documents are voluminous, you should attach a summary.

**5. CONSEQUENCES OF FAILURE TO FILE AN ADMINISTRATIVE PROOF OF CLAIM BY THE ADMINISTRATIVE BAR DATE**

*Except with respect to claims for administrative expenses of the type set forth in Section 2 above, any creditor who fails to file an Administrative Proof of Claim on or before the Administrative Bar Date in the appropriate form in accordance with the procedures described in this Notice for any claims for administrative expenses such creditor holds or wishes to assert against each of the Debtors will be forever barred, estopped, and enjoined from asserting the claim for administrative expenses against each of the Debtors and their respective estates (or filing any proof of claim with respect thereto), and each of the Debtors and their respective chapter 11 estates, successors, and property will be forever discharged from any and all indebtedness or liability with respect to such claim for administrative expenses.*

To obtain an Administrative Proof of Claim Form, please visit [www.motorsliquidationdocket.com](http://www.motorsliquidationdocket.com). If you do not have internet access, an Administrative Proof of Claim Form may be obtained by calling +1 (703) 286-6401.

**If you have any questions, such as whether you should file an Administrative Proof of Claim, you should contact your own attorney. Neither the Debtors nor their attorneys can advise you in this matter.**

DATED: December 14, 2010  
New York, New York

BY ORDER OF THE COURT

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

**Exhibit 6**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re : Chapter 11 Case No.  
: :  
MOTORS LIQUIDATION COMPANY, et al., : 09-50026 (REG)  
f/k/a General Motors Corp., et al. :  
: :  
Debtors. : (Jointly Administered)  
: :  
-----X

**MASTER BALLOT FOR ACCEPTING OR REJECTING AMENDED  
JOINT CHAPTER 11 PLAN OF MOTORS LIQUIDATION COMPANY  
(F/K/A GENERAL MOTORS CORPORATION) AND ITS AFFILIATED DEBTORS**

**CLASS 3 (GENERAL UNSECURED CLAIMS) – NOTE CLAIMS,  
EUROBOND CLAIMS, AND NOVA SCOTIA GUARANTEE CLAIMS**

Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), each of which is identified below, are soliciting votes with respect to the Debtors’ Amended Joint Chapter 11 Plan, dated December 7, 2010 (as it may be amended, the “**Plan**”), from the holders of certain impaired claims against the Debtors. All capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Plan. If you have any questions on how to properly complete this Ballot, please call the Debtors’ Debt Instruments voting agent, Epiq Bankruptcy Solutions, LLC (the “**DIVA**”), at 877-580-9742 (domestic and Canada) or +1-503-597-7702 (international).

This Master Ballot is to be used by you as a broker, bank (including, as applicable, Euroclear Bank (“Euroclear”) or Clearstream Bank (“Clearstream”)), or other nominee; or as the agent of a broker, bank (including, as applicable, Euroclear or Clearstream), or other nominee (each of the foregoing, a “Voting Nominee”); or as the proxy holder of a Voting Nominee or record holder and/or beneficial owner of debt securities with respect to the Note Claims, the Eurobond Claims, and/or the Nova Scotia Guarantee Claims (each a “Beneficial Owner” and collectively, the “Beneficial Owners”), to transmit to the DIVA the votes of such Beneficial Owners in respect of their respective Note Claims, Eurobond Claims, and/or Nova Scotia Guarantee Claims to accept or reject the Plan. The Note Claims, the Eurobond Claims, and the Nova Scotia Guarantee Claims arise out of or are related to the indentures and fiscal paying agency agreements listed below (collectively, the “Debt Instruments”).

To have the votes reflected on this Master Ballot counted, this Master Ballot must be properly completed, signed, and returned to the DIVA at the following address, so as to be received by February 11, 2011 at 5:00 p.m. (Eastern Time) (the “Voting Deadline”), unless such time is extended by the Debtors:

MB-5

CUSIP 370442 73 3  
5.25% Series B Convertible Senior Debentures  
due March 6, 2032

<b>If by overnight or hand delivery:</b>  Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing 757 Third Avenue, 3 <sup>rd</sup> Floor New York, NY 10017	<b>If by standard mailing:</b>  Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing FDR Station, P.O. Box 5014 New York, NY 10150-5014
---	---

This Ballot is solely for purposes of voting to accept or reject the Plan and not for the purpose of allowance or disallowance of or distribution on account of Class 3 General Unsecured Claims.

**Identification of Debtor Entities**

Name of Debtor	Case Number	Tax Identification Number	Other Names Used by Debtors in the Past 8 Years
Motors Liquidation Company (f/k/a <b>General Motors Corporation</b> )	09-50026	38-0572515	General Motors Corporation GMC Truck Division NAO Fleet Operations GM Corporation GM Corporation-GM Auction Department National Car Rental National Car Sales Automotive Market Research
MLCS, LLC (f/k/a <b>Saturn, LLC</b> )	09-50027	38-2577506	Saturn, LLC Saturn Corporation Saturn Motor Car Corporation GM Saturn Corporation Saturn Corporation of Delaware
MLCS Distribution Corporation (f/k/a <b>Saturn Distribution Corporation</b> )	09-50028	38-2755764	Saturn Distribution Corporation
MLC of Harlem, Inc. (f/k/a <b>Chevrolet-Saturn of Harlem, Inc.</b> )	09-13558	20-1426707	Chevrolet-Saturn of Harlem, Inc.
Remediation and Liability Management Company, Inc.	09-50029	38-2529430	Uptown Land Development Corporation
Environmental Corporate Remediation Company, Inc.	09-50030	41-1650789	GM National Hawaii, Inc. NCRS Hawaii, Inc.

## INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT

### VOTING DEADLINE:

To have the votes reflected on this Master Ballot counted, this Master Ballot must be properly completed, signed, and returned to the DIVA at the following address, so as to be received by February 11, 2011 at 5:00 p.m. (Eastern Time) (the "Voting Deadline"), unless such time is extended by the Debtors:

<b>If by overnight or hand delivery:</b> Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing 757 Third Avenue, 3 <sup>rd</sup> Floor New York, NY 10017	<b>If by standard mailing:</b> Epiq Bankruptcy Solutions, LLC Attn: Motors Liquidation Company Ballot Processing FDR Station, P.O. Box 5014 New York, NY 10150-5014
---	---

Master Ballots will not be accepted by telecopy, facsimile, e-mail, or other electronic means of transmission.

### HOW TO VOTE:

If you are both the registered holder **and** the Beneficial Owner of any principal amount of the Note Claims, the Eurobond Claims, and/or the Nova Scotia Guarantee Claims and you wish to vote any Note Claims, Eurobond Claims, and/or Nova Scotia Guarantee Claims held on account thereof, you may complete, execute, and return to the DIVA **either** an individual Beneficial Owner Ballot or a Master Ballot.

**If you are transmitting the votes of any Beneficial Owners other than yourself, you may either:**

1. Forward the solicitation materials to the Beneficial Owners for voting along with a return envelope provided by and addressed to you as the Voting Nominee, with the Beneficial Owners then returning the individual Beneficial Owner Ballot to you. In such case, you, as the Voting Nominee, will tabulate the votes of your respective Beneficial Owners on the Master Ballot that has been provided to you separately, in accordance with these instructions, and then return the Master Ballot to the DIVA. You should advise the Beneficial Owners to return their individual Beneficial Owner Ballots to you by a date calculated by you to allow you to prepare and return the Master Ballot to the DIVA so that the Master Ballot is **actually received** by the DIVA by the Voting Deadline;

OR

2. "Prevalidate" the individual Beneficial Owner Ballot contained in the solicitation materials and then forward the solicitation materials to the Beneficial Owners for voting within seven (7) business days after you, as the Voting Nominee, receive the solicitation materials, with the Beneficial Owners then returning the "prevalidated" individual Beneficial Owner Ballot directly to the DIVA in the return envelope to be

provided in the solicitation materials. You may “prevalidate” a Beneficial Owner Ballot by (i) indicating thereon the Beneficial Owner of the Note Claims, the Eurobond Claims, or the Nova Scotia Guarantee Claims voted, the principal amount of the Note Claims, the Eurobond Claims, or the Nova Scotia Guarantee Claims held by the Beneficial Owner, the appropriate account number through which the Beneficial Owner’s holdings are derived, and (ii) executing the Beneficial Owner Ballot.

With respect to all Beneficial Owner Ballots returned to you, you must properly complete the Master Ballot, as follows:

- a. Check the appropriate box in Item 1 on the Master Ballot;
- b. Indicate the votes to accept or reject the Plan in Item 2 of the Master Ballot, as transmitted to you by the Beneficial Owners. To identify such Beneficial Owners without disclosing their names, please use the customer account number assigned by you to each such Beneficial Owner, or, if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each Beneficial Owner and the assigned number). **IMPORTANT: EACH BENEFICIAL OWNER MUST VOTE ALL OF HIS, HER, OR ITS NOTE CLAIMS, EUROBOND CLAIMS, AND/OR NOVA SCOTIA GUARANTEE CLAIMS EITHER TO ACCEPT OR REJECT THE PLAN AND MAY NOT SPLIT SUCH VOTE. IF ANY BENEFICIAL OWNER HAS ATTEMPTED TO SPLIT SUCH VOTE, PLEASE CONTACT THE DIVA IMMEDIATELY.** Any Beneficial Owner Ballot that is signed, dated, and timely received, but does not indicate acceptance or rejection of the Plan, by order of the Bankruptcy Court, will not be counted;
- c. Please note that Item 3 of the Master Ballot requests that you transcribe the information provided by each Beneficial Owner in Item 3 of each completed Beneficial Owner Ballot relating to other Note Claims, Eurobond Claims, and/or Nova Scotia Guarantee Claims voted;
- d. Review the certification in Item 4 of the Master Ballot;
- e. Sign and date the Master Ballot and provide the remaining information requested;
- f. If additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable Item of the Master Ballot to which you are responding;
- g. Contact the DIVA if you need any additional information; and
- h. Deliver the completed, executed Master Ballot with an original signature so as to be **received** by the DIVA before the Voting Deadline. For each completed, executed Beneficial Owner Ballot returned to you by a Beneficial Owner, either forward such Beneficial Owner Ballot (along with your Master Ballot) to the DIVA or retain such Beneficial Owner Ballot in your files for one (1) year from the Voting Deadline.



**PLEASE NOTE:**

**The Master Ballot is *not* a letter of transmittal and may *not* be used for any purpose other than to cast votes to accept or reject the Plan.** Holders should not surrender, at this time, certificates representing their securities. Neither the Debtors nor the DIVA will accept delivery of any such certificates surrendered together with the Master Ballot.

No Beneficial Owner Ballot nor Master Ballot shall constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

No fees, commissions, or other remuneration will be payable to any Voting Nominee for soliciting votes on the Plan. You will, however, be reimbursed for reasonable, documented, actual costs and expenses incurred by you in forwarding the Beneficial Owner Ballots and other enclosed materials to the Beneficial Owners held by you as a Voting Nominee or in a fiduciary capacity and in tabulating the Beneficial Owner Ballots.

**NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL RENDER YOU OR ANY OTHER PERSON THE AGENT OF THE DEBTORS OR THE DIVA OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.**

**IF YOU HAVE ANY QUESTIONS REGARDING THE MASTER BALLOT, IF YOU DID NOT RECEIVE A RETURN ENVELOPE WITH YOUR MASTER BALLOT, IF YOU DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE DIVA, AT 877-580-9742 (DOMESTIC AND CANADA) OR +1-503-597-7702 (INTERNATIONAL). PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT. THE DIVA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.**

PLEASE COMPLETE THE FOLLOWING:

**Item 1. Certification of Authority to Vote.** The undersigned certifies that as of December 7, 2010 (the Voting Record Date under the Plan), the undersigned (please check appropriate box):

- ☐ Is a broker, bank (including, as applicable, Euroclear or Clearstream), or other nominee for the Beneficial Owners of the aggregate principal amount of Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims listed in Item 2 below, and is the participant holder of such securities, or
- ☐ Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank (including, as applicable, Euroclear or Clearstream), or other nominee that is the participant holder of the aggregate principal amount of Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims listed in Item 2 below, or
- ☐ Has been granted a proxy (an original of which is attached hereto) from a broker, bank (including, as applicable, Euroclear or Clearstream), or other nominee, or a Beneficial Owner, that is the participant holder of the aggregate principal amount of Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims listed in Item 2 below,

and, accordingly, has full power and authority to vote to accept or reject the Plan, on behalf of the Note Claims, the Eurobond Claims, or the Nova Scotia Guarantee Claims held by the Beneficial Owners described in Item 2 below.

**Item 2. Vote.** The undersigned transmits the following votes of Beneficial Owners and certifies that the following Beneficial Owners, as identified by their respective customer account numbers set forth below and indicated in the document footer below, are Beneficial Owners of such securities as of December 7, 2010 (the Voting Record Date), and have delivered to the undersigned, as Voting Nominee, Beneficial Owner Ballots casting such votes. Indicate in the appropriate column the aggregate principal amount voted for each account or attach such information to this Master Ballot in the form of the following table. Please note each beneficial owner must vote **all** of his, her, or its Note Claims, Eurobond Claims, or Nova Scotia Guarantee Claims to accept **or** to reject the Plan and may **not** split such vote.

Your Customer Account Number for Each Beneficial Owner	Principal Amount of Note Claims, Eurobond Claims, and/or Nova Scotia Guarantee Claims Voted to ACCEPT or REJECT Plan*	
	ACCEPT	REJECT
1.		
2.		
3.		
4.		
5.		
6.		
7.		
8.		
9.		
10.		
TOTALS:		

\* In order to vote on the Plan, each Beneficial Owner must have checked a box in item 2 to ACCEPT or REJECT the Plan on its individual Beneficial Owner Ballot. If the Beneficial Owner did not check a box in Item 2 on its individual Beneficial Owner Ballot, by order of the Bankruptcy Court its vote will not be counted.

**Item 3. Certification as to Transcription of Information from Item 3 as to Note Claims, Eurobond Claims, and Nova Scotia Guarantee Claims Voted Through Other Beneficial Owner Ballots.**

The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by Beneficial Owners in Item 3 of the Beneficial Owner's original Beneficial Owner Ballot, identifying any Note Claims, Eurobond Claims, and/or Nova Scotia Guarantee Claims for which such Beneficial Owners have submitted other Beneficial Owner Ballots other than to the undersigned:

YOUR Customer Account Number for Each Beneficial Owner Who Completed Item 3 of the Beneficial Owner Ballots	TRANSCRIBE FROM ITEM 3 OF THE BENEFICIAL OWNER BALLOTS:				
	Account Number	Name of Owner	Amount of Other Class 3 Claims Voted	CUSIP of Other Class 3 Claims Voted	Name of Other Debt Instrument Voted
1.					
2.					
3.					
4.					
5.					
6.					
7.					
8.					
9.					
10.					

**Item 4. Certification.** By signing this Master Ballot, the undersigned certifies that each Beneficial Owner listed in Item 2 above has been provided with a copy of the Disclosure Statement, including the exhibits thereto, and acknowledges that the solicitation of votes for the Plan is subject to all of the terms and conditions set forth in the Disclosure Statement.

Name of Voting Nominee:

\_\_\_\_\_  
(Print or Type)

Participant Number:\_\_\_\_\_

Name of Proxy Holder or Agent for Voting Nominee (if applicable):

\_\_\_\_\_  
(Print or Type)

Social Security or Federal Tax I.D. No.:\_\_\_\_\_

Signature:\_\_\_\_\_

By:\_\_\_\_\_

(If Appropriate)

Title:\_\_\_\_\_

(If Appropriate)

Street Address:\_\_\_\_\_

City, State, Zip Code:\_\_\_\_\_

Telephone Number: (\_\_\_\_)\_\_\_\_\_

(Including Area Code)

E-mail Address:\_\_\_\_\_

Date Completed:\_\_\_\_\_

**Debt Instruments for Note Claims**

	<b>Debt Instrument</b>	<b>CUSIP Nos.</b>
1	<p>Indenture, dated as of November 15, 1990, between General Motors Corporation, as issuer, and Wilmington Trust Company, as successor-in-interest Indenture Trustee to Citibank, N.A., pursuant to which the following debt securities were issued:</p> <p>(a) 9.40% Debentures due July 15, 2021</p> <p>(b) 8.80% Notes due March 1, 2021</p> <p>(c) 7.40% Debentures due September 1, 2025</p> <p>(d) 9.40% Medium Term Notes due July 15, 2021</p> <p>(e) 9.45% Medium Term Notes due November 1, 2011</p>	<p>370442AN5</p> <p>370442AJ4</p> <p>370442AR6</p> <p>37045EAG3</p> <p>37045EAS7</p>
2	<p>Indenture, dated as of December 7, 1995, between General Motors Corporation, as issuer, and Wilmington Trust Company, as successor-in-interest Indenture Trustee to Citibank, N.A., pursuant to which the following debt securities were issued:</p> <p>(a) 7.75% Discount Debentures due March 15, 2036</p> <p>(b) 7.70% Debentures due April 15, 2016</p> <p>(c) 8.10% Debentures due June 15, 2024</p> <p>(d) 6.75% Debentures due May 1, 2028</p> <p>(e) 7.20% Notes due January 15, 2011</p> <p>(f) 7.25% Quarterly Interest Bonds due April 15, 2041</p> <p>(g) 7.25% Senior Notes due July 15, 2041</p> <p>(h) 7.375% Senior Notes due October 1, 2051</p> <p>(i) 7.25% Senior Notes due February 15, 2052</p> <p>(j) 4.50% Series A Convertible Senior Debentures due March 6, 2032</p> <p>(k) 5.25% Series B Convertible Senior Debentures due March 6, 2032</p> <p>(l) 7.375% Senior Notes due May 15, 2048</p> <p>(m) 7.375% Senior Notes due May 23, 2048</p> <p>(n) 8.375% Senior Debentures due July 15, 2033</p> <p>(o) 6.25% Series C Convertible Senior Debentures due July 15, 2033</p> <p>(p) 8.250% Senior Debentures due July 15, 2023</p> <p>(q) 7.125% Senior Notes due July 15, 2013</p> <p>(r) 7.50% Senior Notes due July 1, 2044</p> <p>(s) 1.50% Series D Convertible Senior Debentures due June 1, 2009</p>	<p>370442AT2</p> <p>370442AU9</p> <p>370442AV7</p> <p>370442AZ8</p> <p>370442BB0</p> <p>370442816</p> <p>370442774</p> <p>370442766</p> <p>370442758</p> <p>370442741</p> <p>370442733</p> <p>370442725</p> <p>370442BQ7</p> <p>370442BT1</p> <p>370442717</p> <p>370442BW4</p> <p>370442BS3</p> <p>370442121</p> <p>370442691</p>
3	<p>Trust Indenture, dated as of July 1, 1995, between Michigan Strategic Fund and Law Debenture, as successor-in-interest Trustee to Dai-Ichi Kangyo Trust Company of New York, related to:</p> <ul style="list-style-type: none"> <li>Michigan Strategic Fund Multi-Modal Interchangeable Rate Pollution Control Refunding Revenue Bonds Series 1995</li> </ul>	<p>594693AQ6</p>

4	Indenture of Trust, dated as of July 1, 1994, between City of Moraine, Ohio and Law Debenture, as successor-in-interest Trustee to Dai-Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>• Solid Waste Disposal Revenue Bonds (General Motors Corporation Project) Series 1994</li></ul>	616449AA2
5	Indenture, dated as of July 1, 1999, between City of Moraine, Ohio and Law Debenture, as successor-in-interest Trustee to Dai Ichi Kangyo Trust Company of New York, related to: <ul style="list-style-type: none"><li>• Solid Waste Disposal Revenue Bonds (General Motors Project), Series 1999</li></ul>	616449AB0
6	Trust Indenture, dated as of December 1, 2002, between City of Fort Wayne, Indiana and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, and Bank One Trust Company, N.A., as Co-Trustee, related to: <ul style="list-style-type: none"><li>• City of Fort Wayne, Indiana Pollution Control Revenue Bonds (General Motors Corporation Project), Series 2002</li></ul>	349272AT1
7	Trust Indenture, dated as of March 1, 2002, between Ohio Water Development Authority and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, related to: <ul style="list-style-type: none"><li>• State of Ohio Pollution Control Refunding Revenue Bonds (General Motors Corporation Project), Series 2002</li></ul>	677596AU2
8	Indenture of Trust, dated as of December 1, 2002, between Ohio Water Development Authority and Law Debenture, as successor-in-interest Trustee to JPMorgan Chase Bank, related to: <ul style="list-style-type: none"><li>• State of Ohio Solid Waste Revenue Bonds, Series 2002 (General Motors Corporation Project)</li></ul>	67759ABC2
9	Trust Indenture, dated as of April 1, 1984, among City of Indianapolis, Indiana and Law Debenture, as successor-in-interest Trustee to Bankers Trust Company, and the Indiana National Bank, as Co-Trustee, related to: <ul style="list-style-type: none"><li>• City of Indianapolis, Indiana Pollution Control Revenue Bonds (General Motors Corporation Project), Series 1984</li></ul>	455329AB8

**Debt Instruments for Eurobond Claims**

	<b>Debt Instrument</b>	<b>ISIN or Swiss Security Numbers</b>
1	Fiscal and Paying Agency Agreement, dated as of July 3, 2003, among General Motors Corporation, Deutsche Bank AG London, and Banque Générale du Luxembourg S.A.	<u>ISIN Nos.:</u> XS0171942757, XS0171943649
2	Bond Purchase and Paying Agency Agreement, dated May 28, 1986, between General Motors Corporation and Credit Suisse	<u>Swiss Security No.:</u> 876 926

**Debt Instrument for Nova Scotia Guarantee Claims**

	<b>Debt Instrument</b>	<b>ISIN or Swiss Security Numbers</b>
1	Fiscal and Paying Agency Agreement, dated as of July 10, 2003, among General Motors Nova Scotia Finance Company, MLC, Deutsche Bank Luxembourg S.A., and Banque Générale du Luxembourg S.A.	<u>ISIN Nos.:</u> XS0171922643, XS0171908063

SAMPLE

**Exhibit 7**



MARTHA E. CARPENTER  
3805 DAISYHILL DRIVE  
ANDERSON IN 46011

JOHN B WELP & DONNA WELP  
2589 E. 550 S  
HUNTINGBURG IN 47542-9129

**Exhibit 8**

ANNE.DRIESEN@CLEARSTREAM.COM

CA\_BOND@CLEARSTREAM.COM

CORPACTIONSOVERSEAS.GROUP@SISCLEAR.COM (Service on 12/29/2010)

DRIT@EUROCLEAR.COM

JENS.NIELSEN@CLEARSTREAM.COM

WALTER.HUNI@CREDIT-SUISSE.COM (Service on 12/30/2010)

**Exhibit 9**

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Province	Postal Code	Country
Albert Fried & Company, LLC (0284)	Richard Celentano or Proxy Mgr.	60 Broad Street			New York	NY	10004	
Alliance Bernstein (0013)	Carmine Carrella or Proxy Mgr.	One North Lexington Ave			White Plains	NY	10601	
Alliant Securities, Inc. Turner, NOR (8084)	Melody Grinnell or Proxy Mgr.	695 North Legacy Ridge Drive	Suite 300		Liberty Lake	WA	99019	
Alpine	Michael Martin or Proxy Mgr.	100 Union Avenue			Cresskill	NJ	07626	
American Enterprise (0756/0216)	Tom Eberhart or Proxy Mgr.	2178 AMP Financial Center			Minneapolis	MN	55474	
American National Bank (2082)	Carrie Voltz or Proxy Mgr.	PO Box 9250			Denver	CO	80932	
Assent LLC (0442)	Haig Artin or Proxy Mgr.	5 Marine Plaza	Suite 102		Hoboken	NJ	07030	
Baird & Co. Incorporated (0547)	Sara R. Blankenheim or Proxy Mgr.	777 E. Wisconsin Avenue			Milwaukee	WI	53202	
Banc of America Securities LLC (0773)	John Dolan or Proxy Mgr.	100 W. 33rd Street	3rd Floor		New York	NY	10001	
Bank of America (0955)	Sharon Brown or Proxy Mgr.	1201 Main st.			Dallas	TX	75201	
Bank of New York (2103, 2510, & 2336)	The Charles Stanley and Company, Ltd	Cecile Lamarco	One Wall Street		New York	NY	10286	
Bank of Nova scotia - Taxable Acco (4816)	Letty Echevarria or Proxy Mgr.	23rd Fl, 40 Street West	Scotia Plaza		Toronto	ON	M5H 1H1	Canada
Barclays Bank Securities (0229)	Philip Franchini or Proxy Mgr	70 Hudson St.	7th Floor		Jersey City	NJ	07302	
Barclays Cap. Inc. (7256)	Nellie Foo or Proxy Mgr.	200 Cedar Knolls Road	Corporate Actions		Whippany	NJ	07981	
Blackmont Capital Inc (5025)	Hadrian Abbott or Proxy Mgr.	BCE Place	181 Bay Street, 181 Ba	P.O. Box 830	Toronto	ON	M5J 2T3	Canada
BMO Nesbitt Burns (5043)	Louise Torangeau or Proxy Mgr.	1 First Canadian Place 13th Floor	P O BOX 150		Toronto	ON	M5X 1H3	Canada
BNP Paribas Prime Brokerage, INC. (2154/2147)	Mangala Prakash or Proxy Mgr.	525 Washington Blvd	9th Floor - Reorg		Jersey City	NJ	07310	
BNP Paribas Securities Corp. (0049)	Joey Ding or Proxy Mgr.	555 Croton Road	4th Floor		King of Prussia	PA	19406	
BNP Paribas Securities Corp. /Fixed Income (0630)	Robert Alongi or Proxy Mgr.	787 7th Avenue	29th Floor		New York	NY	10019	
BNP Paribas, New York Branch/BNP Par (2884)	Gene Banfi or Proxy Mgr.		9th Floor		Jersey City	NJ	07310	
BNY Convergenx (0100)	H. Steve Griffith or Proxy Mgr.	11486 Corporate Blvd	Suite 375		Orlando	FL	32817	
BNY Mellon (0901/0963/2209/2363/2731/2733/2657)	Lisa Falsetti or Proxy Mgr.	525 William Penn Place	3rd Floor		Pittsburgh	PA	15219	
BNY Mellon (0901/2399/2312/2657)	Michael Kania or Proxy Mgr.	525 William Penn Place	3rd Floor		Pittsburgh	PA	15219	
BNY Mellon Trust of New England (0954)	Beth Stiffler or Proxy Mgr.	525 William Penn Place	Suite 3418		Pittsburgh	PA	15259	
BOA/LASALLE (2251)	Philip Duquin or Proxy Mgr.	135 South LaSalle Street	Suite 1811		Chicago	IL	60603	
Branch Banking & Trust Co. (5385)	Tanji Bass or Proxy Mgr.	223 W. Nash Street	3rd Floor		Wilson	NC	27893	
Broadridge Financial	Job No.: Y73897, Y73898, Y73899,	Y73900, Y73901, Y73902, Y73903, Y73904	51 Mercedes Way		Edgewood			
Brown Brother Harriman (0010)	Paul Nonnon or Proxy Mgr.	525 Washington Blvd	New Port Towers		Jersey City	NJ	07310-1607	
Caja De Valores S.A.	Melina Bobbio or Proxy Mgr.	Ave 25 de Mayo 362			Buenos Aires		C1002ABH	Argentina
Caldwell Turst Company (2687)	Edrise Sievers or Proxy Mgr.	201 Center Road	Suite 2		Venice	FL	34292	
Cana Fin (5046)	Aaron Caughlin or Proxy Mgr.	609 2200 Granville St			Vancouver	BC	V7Y 1H2	Canada
CDS (5099)	Loretta Verelli	600 Boul de Maisonneuve	Ouest Bureau 210		Montreal	QC	H3A 3J2	Canada
CGM/SAL BR (0274)	Jeff Irwin or Proxy Mgr.	111 Wall St	4th Floor		New York	NY	10005	
Charles Schwab & Co., Inc. (0164)	Jana Tongson or Proxy Mgr.	2423 East Lincoln Drive	1st Floor		Phoenix	AZ	85016-1215	
CIBC World Markets Inc. /CDS	Jerry Nicastro or Proxy Mgr.	161 Bay Street, 10th Floor			Toronto	ON	M5J2S8	Canada
Citadel Securities (0395)	Marcia Banks or Proxy Mgr.	131 South Dearborn st			CHICAGO	IL	60603	
Citibank (2032)	Stephanie Luckey or Proxy Manager	Corporate Actions Department	One Court Square	22nd Floor	Long Island City	NY	11120	
Citibank, N.A. (0908)	Carolyn Trebus or Proxy Mgr.	3800 Citibank Center	B3-12		Tampa	FL	33610	
Citigroup Global Markets Inc. (0418)	John Barry or Proxy Mgr.	700 Red Brook	Suite 300		Owings Mills	MD	21117	
City National Bank (2392)	Joel Gallant or Proxy Mgr.	555 South Flowers Street	10th Floor		Los Angeles	CA	90071	
Clearview Correspondents (0702)	Gloria Lio or Proxy Mgr.	30 Hudson Street	16th Floor		Jersey City	NJ	07302	
Comerica (2108)	Lewis Wisotsky or Proxy Mgr.	411 West Lafayette	Mail Code 3530		Detroit	MI	48226	
Commerce Bank, N.A. (2170)	Andy Sorkin or Proxy Mgr.	922 Walnut			Kansas City	MO	64106	
Compass Bank/Trust Division (2484)	Daniel McHale or Proxy Mgr.	15 South 20th Street	Suite 703		Birmingham	AL	35233	
Country Trust Bank (2561)	Pam Little or Proxy Mgr.	808 IAA DRIVE			Bloomington	IL	61702	
Credit Suisse Securities (USA) LLC (0355)	Emily Connors or Proxy Mgr.	c/o Reorganization Dept.	7200 Kit Creek Road	Building 11, 2nd Floor	Research Triangle Park	NC	27709	
Crews & Associates, INC (5158)	Don Winton or Proxy Mgr.	521 Presiden tClinton Avenue	Suite 800		Little rock	AR	72201	
Crowell, Weedon & Co. (0574)	Larry Schilt or Proxy Mgr.	624 S. Grand Avenue	25th Floor		Los Angeles	CA	90017	
Curian Clearing, LLC (0300)	Linda Wich or Proxy Mgr.	7601 Technology Way			Denver	CO	80237	
D.A. Davidson & Co. (0361)	Kris Sapp or Proxy Mgr.	8 Third Street North	P.O. Box 5015		Great Falls	MT	59403	
Davenport & Company LLC (0715)	Read Branch Jr. or Proxy Mgr.	901 East Cary Street	11th Floor		Richmond	VA	23219	
David Lerner Associates, Inc. (5144)	Joseph F. West or Proxy Mgr.	477 Jericho Turnpike	25th Floor	P.O. Box 9006	Syosset	NY	11791-9006	
Depository Trust Company	Ed Haiduk	55 Water St	25th Floor		New York	NY	10041	
Depository Trust Company	Horace Daley	55 Water St	25th Floor		New York	NY	10041	
Deseret Trust Company (0958)	Kellie Bridget or Proxy Mgr.	Gateway Tower East	10 East South Temple	Suite 470	Salt Lake City	UT	84133	
Desjardins Securities INC. (5028)	Martine Blais or Proxy Mgr.	2 Complexe Desjardins, E. Twr 15th F	P.O. Box 394	Desjardins Station	Montreal	QC	H5B 1J2	Canada
Deutsche Bank (0573)	Ashley Richey or Proxy Mgr.	5022 Gate Parkway	Suite 100		Jacksonville	FL	32256	
Diamant Investment Corp. (0344)	Herb Diamant or Proxy Mgr.	170 Mason Street			Greenwich	CT	06830	
Dundee Securities (5039)	Mary Adamo or Proxy Mgr.	20 Queen St West	4th Floor		Toronto	ON	M5H 3R3	Canada
E*Trade (0385/0158)	Matthew Freifeld or Proxy Mgr.	1981 Marcus Avenue	1st Floor		Lake Success	NY	11042	
E*Trade Cap Mkts/CHXL (3550)	Erika Dilberto or Proxy Mgr.	One Financial Place Ste 3030	440 S LaSalle Street		Chicago	IL	60605	

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Province	Postal Code	Country
Edward Jones (0057)	Stephanie Volz or Proxy Mgr.	Corporate Actions & Distribution	12555 Manchester Road		St. Louis	MO	63131	
Edward Jones/CDS (5012)	Nick Hummell or Proxy Mgr.	700 Maryville Centre			St. Louis	MO	63141	
Essex Rade, L.L.C. (0613)	Brad Sowers or Proxy Mgr.	440 S. Lasalle Street	Suite 1111		Chicago	IL	60605	
FIDELITY**	Steve Adams or Proxy Mgr.	401 Bay Street	Suite 2910		Toronto	ON	M5H 2Y4	Canada
Fiduciary SSB (0987)	Dustin Topjian or Proxy Mgr.	Corp Actions - JAB5E	1776 Heritage Drive		North Quincy	MA	02171	
Fiduciary Trust Company of Boston (2126)	Brad Finnigan or Proxy Mgr.	175 Federal Street			Boston	MA	02110	
Fifth Third Bank (2116)	Carrie Potter or Proxy Mgr.	5001 Kingsley Drive	Mail Drop 1M082D		Cincinnati	OH	45227	
First Clearing (0141)	Finessa Rosson or Proxy Mgr.	1 North Jefferson	9-F		St. Louis	MO	63103	
First National Bank of Omaha (2254)	Julie Gerdes or Proxy Mgr.	1620 Dodge Street			Omaha	NE	68102	
First Southwest Co. (0309)	Brett Weaver or Proxy Mgr.	911 W Loop 281	STE. 411		Longview	TX	75604	
Folio Investment, Inc. (0728)	Ashley Theobald or Proxy Mgr.	Proxy Department	8180 Greensboro Drive		McLean	VA	22102	
Fortis Clearing Americas LLC (0695)/(0541)	Makeshia Dixon or Proxy Mgr.	175 W. Jackson Blvd	Suite 400		Chicago	IL	60605	
FTN Financial Securities Corp. (0202)	Michael Inkster or Proxy Mgr.	845 Crossover Lane	Suite 150		Memphis	TN	38117	
G.K. Baum	Nick Quatrochi or Proxy Mgr.	4801 Main ST STE 500			Kansas City	MO	64112	
Genesis Securities, LLC (0118)	Bob Nazario or Proxy Mgr.	50 Broad Street	2nd Floor		New York	NY	10004	
GLENMEDE	Darlene Warren or Proxy Mgr.	One Liberty Place, Suite 1200	1650 Market Street		Philadelphia	PA	19103	
GMP Securiteis L.P. (5016)	Terry Young or Proxy Mgr.	145 King Street West	Suite 1100		Toronto	ON	M5H 1J8	Canada
Goldman Sachs Execution & Clearing (0501)	Anthony Bruno or Proxy Mgr.	30 Hudson Street			Jersey City	NJ	07302	
Goldman, Sachs, & Co (0005 / 2941 / 5208)	Vanessa Camardo or Proxy Mgr.	30 Hudson Street	Proxy Department		Jersey City	NJ	07302	
H.C. Denison Co. (8100)	Marge Wentzel or Proxy Mgr.	618 N. 7th Street			Sheboygan	WI	53081	
Harris N.A. (2697)	Nina Garcia or Proxy Mgr.	111 West Monroe			CHICAGO	IL	60603	
Haywood Securities, Inc. /CDS (5058)	M. Dryhurst or Proxy Mgr.	20th Floor - Commerce Place	400 Vurrard Street		Vancouver	BC	V6C 3A8	Canada
Hold Brothers On-Line Investment Ser (0784)	Richard Burke or Proxy Mgr.	525 Washington Boulevard	14th Floor		Jersey City	NJ	07310	
Home Federal Bank of Tennessee (2534)	Sherry Ellis or Proxy Mgr.	515 Market Street	Suite 500		Knoxville	TN	37902	
HSBC Bank USA N.A.-IPB (2122)	Ed Freitas or Proxy Mgr.	452 5th Ave.	2ND Floor		New York	NY	10018	
Huntington (2219/2898)	Paula Fletcher or Proxy Mgr.	7 Easton Oval	EA4E62		Columbus	OH	43219	
Huntington (2898)	Beverly Reynolds or Proxy Mgr.	7 Easton Oval	EA4E62		Columbus	OH	43219	
Huntington National Bank (2305)	Allan Burkhart or Proxy Mgr.	7 Easton Oval - EA4 E78			Columbus	OH	43219	
Ingalls & Snyder, L.L.C.	Joe DiBuono or Proxy Mgr.	61 Broadway	31st Floor		New York	NY	10006	
Interactive Brkrs (0534) & Timber Hill (0549)	Karin McCarthy or Proxy Mgr.	1 Pickwick Plaza			Greenwich	CT	06830	
Interactive Brokers LLC (0017)	Maria Tardio or Proxy Mgr.	2 Pickwick Plaza			Greenwich	CT	06830	
J.J.B. Hilliard W.L. Lyons (0768)	Rich Gelles or Proxy Mgr.	500 West Jefferson St.	6TH Floor		Louisville	KY	40202	
J.P. Morgan Clearing Corp. (0352/0060)	Vince Marzella or Proxy Mgr.	Dept. C, Cashiers Department	One Metrotech Center	Reorg Dept 4th Floor	Brooklyn	NY	11201-3862	
J.P. Morgan Securities Inc., (0060)	Brian Gilbert or Proxy Mgr.	500 Stanton Christiana Road	Ops 4	3rd Floor	Newark	DE	19713-2107	
J.P. Morgan Securities Inc., (0187)	John Halloran or Proxy Mgr.	500 Stanton Christiana Road	Ops 4	3rd Floor	Newark	DE	19713-2107	
James I. Black & Company (7031)	Kathy Bird or Proxy Mgr.	311 South Florida Avenue	P.O. Box 24838		Lakeland	FL	33801	
Janney Montgomery Scott Inc. (0374)	Bob Martin or Proxy Mgr.	1801 Market Street	9th Floor		Philadelphia	PA	19103-1675	
Jefferies & Company, Inc. (0019)	Ray Desouza or Proxy Mgr.	Harborside Financial Center	705 Plaza 3		Jersey City	NJ	07311	
JP Morgan (2255)	Paul Moore or Proxy Mgr.	340 South Cleveland Ave	Bldg. 350		Westerville	OH	43081	
JP Morgan Chase Bank (2424)	Darrin Nelson or Proxy Mgr.	14201 Dallas Parkway			Dallas	TX	75254	
JPM / CCS2 (2164)	Arthur Daniel or Proxy Mgr.	14201 Dallas Parkway	Suite 121		Dallas	TX	75254	
JPMorgan Chase Bank, N.A. (0902)	Jacob Back or Proxy Mgr.	14201 Dallas Parkway	12th Floor		Dallas	TX	75254	
JPMorgan Chase Bank/RBS Securities I (2230/2811)	Nore Scarlett or Proxy Mgr.	4 Wall Street Plaza	11th Floor		New York	NY	10004	
JPMorgan Chase/RBS (2038)	Armando Morales or Proxy Mgr.	4 New York Plaza	11th Floor		New York	NY	10004	
Keybank NA (2205)	Karen Bednarski or Proxy Mgr.	4900 Tiedman Road			Brooklyn	OH	44144	
King (C.L.) & Associates Inc. (0743)	Carrie Bush or Proxy Mgr.	9 Elk Street			Albany	NY	12207	
Knight Clearing Services LLC (0295)	Janica Brink or Proxy Mgr.	545 Washington BLVD			Jersey City	NJ	07310	
Koonce Securities, Inc. (0712)	G. Sohan or Proxy Mgr.	6550 Rock Spring Dr.	Suite 600		Bethesda	MD	20817	
Laurential Bank of Canada/CDS (5001)	Sarah Quesnel or Proxy Mgr.	1981 McGill College Ave	Suite 100		Montreal	QC	H3A 3K3	Canada
Lazard Capital Markets LLC. (0308)	Richard Weisberg or Proxy Mgr.	30 Rockefeller Plaza			New York	NY	10020	
Legent Clearing LLC (0052)	Ambra Straight or Proxy Mgr.	9300 Underwood Avenue	Suite 400		Omaha	NE	68114	
Lehman Brothers (0074)	Jim Gardiner or Proxy Mgr.	70 Hudson St.			JERSEY CITY	NJ	07302	
Lek Securities Corporation (0512)	Daniel Hanuka or Proxy Mgr.	140 Broadway	29th Floor		New York	NY	10005	
LPL Financial Corporation (0075)	Martha Lang or Proxy Mgr.	9785 Towne Centre Drive			San Diego	CA	92121-1968	
M&I Marshall & Ilsley Bank (0992)	Cynthia Hammerell or Proxy Mgr.	1000 N. Water Street -TR 14			Milwaukee	WI	53202	
MacDougall, MacDougall & MacTier, Inc. /CDS (5022)	Joyce Millett or Proxy Mgr.	Place du Canada	Suite 2000		Montréal	QC	H3B 4J1	Canada
Manufacturers and Traders Trust Company (0990)	Sharen Nyitrai or Proxy Mgr.	One M&T Plaza	P.O. Box 1377		Buffalo	NY	14240	
Manulife Securities Incorporated/CDS (5047)	Joseph Chau or Proxy Mgr.	85 Richmond Street West			Toronto	ON	ON 500000	Canada
Marsco Investment Corporation (0287)	Karen Jacobsen or Proxy Mgr.	101 Eisenhower Parkway			Roseland	NJ	07068	
Mediant Communications, LLC	Attn: Stephanie Fitzhenry	109 N. Fifth Street			Saddlebrook	NJ	07663	
Merrill Lynch (0161 / 5198)	Veronica O'Neill or Proxy Mgr.	101 Hudson Street	8th Floor		Jersey City	NJ	07302	

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Province	Postal Code	Country
Mesirow Financial, Inc. (0727)	Havana Giles or Proxy Mgr	353 North Clark	7th Floor		Chicago	IL	60654	
MF GBL/Fl	Jim Arenella or Proxy Mgr.	717 5th Avenue			New York	NY	10022	
Mitsubishi UFJ Trust & Banking Corpo (2932)	Richard Wenskosi or Proxy Mgr.	420 Fifth Avenue	6th Floor		New York	NY	10018	
Mizuho Trust & Banking CO. (USA) (2888)	Robert Kowalewski or Proxy Mgr.	666 Fifth Avenue			New York	NY	10103	
Morgan Stanley & Co. Incorporated (0050)	Jonathan Goldman or Proxy Mgr.	1300 Thames Street Wharf	7th Floor		Baltimore	MD	21231	
Morgan Stanley Intl (7309)	Dan Spadaccini or Proxy Mgr	901 South Bond St	6th Fl		Baltimore	MD	21231	
Morgan Stanley Smith Barney LLC (0015)	David Safran or Proxy Mgr.	601 Harborside Financial Center	Plaza 3, 6th Floor		Jersey City	NJ	07311	
Morgan, Keegan & Company, Inc. (0780)	Carol Antley or Proxy Mgr.	50 North Front Street	4th Floor		Memphis	TN	38103	
National Financial Services LLC (0226)	Lou Trezza or Proxy Mgr.	1 World Financial Center	200 Liberty Street, 5th		New York	NY	10004	
NBCN /CDS (5008)	Benoit Henault or Proxy Mgr.	1010 Rue De La Gauchetiere st. West	Suite 1925		Montreal	QC	H3B 5J2	Canada
Nomura Securities International, Inc. (0180)	John Kelleher or Proxy Mgr.	15 Corporate Place South			Piscataway	NJ	08854	
Northern Trust Co (2669)	Robert Valentin or Proxy Mgr.	801 S Canal Street	Reorg Dept Floor C1N		Chicago	IL	60607	
Odlum Brown LTD./CDS (5074)	Ron Rak or Proxy Mgr.	250 Howe Street	Suite 1100		Vancouver	BC	V6C 3SBC 0000	Canada
Oppenheimer & Co. (0571)	Colin Sandy or Proxy Mgr.	125 Broad Street	15th Floor		New York	NY	10004	
OptionXpress, Inc (0338)	Scott Johnson or Proxy Mgr.	311 W. Monroe Street			Chicago	IL	60606	
Penon Financial Services, Inc. (0234)	Heather Beasley or Proxy Mgr.	1700 Pacific Avenue	Suite 1400		Dallas	TX	75201	
Penon Financial Svcs /CDS (5063)	Robert McPhearson or Proxy Mgr.	330 Bay Street	Suite 711		Toronto	ON	M5H 2S8	Canada
Pershing (0443)	Al Hernandez or Proxy Mgr.	Securities Corporation	1 Pershing Plaza		Jersey City	NJ	07399	
PI Financial Corp./CDS (5075)	Rob McNeil or Proxy Mgr.	666 Burrard Street	Suite 1900		Vancouver	BC	V6C 3N1	Canada
Piper Jaffray & Co. (0311)	Kyle Frisk or Proxy Mgr.	800 Nicollet Mall	J2012087, Recon Ctl		Minneapolis	MN	55402	
PNC Bank (2616)	Janet Cleary or Proxy Mgr	8800 Tincum Blvd	MS F6-F266-02-2		Philadelphia	PA	19153	
PrimeVest Financial Services, Inc. (0701)	Mark Schouville or Proxy Mgr.	400 1st Street South			St. Cloud	MN	56301	
PWMCO, LLC (0467)	Ted Hans or Proxy Mgr.	311 S. Wacker Drive	Flor 60		Chicago	IL	60606	
Qtrade (5009)	Joseph Chau or Proxy Mgr.	Suite 1920 One Bental Centre	505 Burrard St		Vancouver	BC	V7X 1M6	Canada
Raymond James & Associates, INC (0725)	Mike Dillard or Proxy Mgr.	880 Carilion Parkway	P.O. Box 12749		St. Petersburg	FL	33716	
Raymond James LTD./CDS (5076)	Aaron Steinberg or Proxy Mgr.	333 Seymour Street	Suite 800		Vancouver	BC	V6B 5EBC	Canada
Raymond James Trust Co. (5179)	Dee Byrd or Proxy Mgr.	P.O. Box 14407			St. Petersburg	FL	33733	
RBC Capital Markets Corporation (0235)	Tara Olmanson or Proxy Mgr.	510 Marquette Ave South			Minneapolis	MN	55402	
RBC Dominion (5002)	Karen Oliveres or Proxy Mgr.	200 Bay Street, 6th Floor	Royal Bank Plaza		Toronto	ON	M5J 2WJ	Canada
RBC Dominion Securities, INC (4801)	Peter Drumm or Proxy Mgr.	200 Bay St Royal BK Plaza	North Tower	6th Floor	Toronto	ON	M5J 2W7	Canada
Regions Bank (0971)	Gregory Russ or Proxy Mgr	250 Riverchase Parkway East			Birmingham	AL	35244	
Reliance Trust Company (5962)	Aaron Spivey or Proxy Mgr.	3300 Northeast Expressway	Building 1, Suite 200		Atlanta	GA	30341	
Reliance Trust Company/SWMS1 (2042)	Ann Ecker or Proxy Mgr.	7650 Magna Drive			Belleville	IL	62223	
Reliance Trust Company/SWMS2 (2085)	Ann Ecker or Proxy Mgr.	7650 Magna Drive			Belleville	IL	62223	
Research Capital Corporation (5029)	Tony Rodrigues or Proxy Mgr.	199 Bay Street	Commerce Court West Suite 4600		Toronto	ON	M5L 1G2	Canada
Richards, Merrill (8192)	Thomas McDonald or Proxy Mgr.	One Skywalk, US BK Bldg	422 West Riverside Ave		Spokane	WA	99201-0367	
Ridge Clearing & Outsourcing Solutions (0543)	Paul Joseph or Proxy Mgr.	1981 Marcus Avenue	Suite 100		Lake Success	NY	114042	
Scotia (5011)	Normita Ramirez	PO Box 4085	Station "A"		Toronto	ON	M5W 2X6	Canada
Scottrade (0705)	Sonja Bradley-Wadley or Proxy Mgr.	12855 Flushing Meadows Drive			ST. Louis	MO	63131	
SEI Private (2039)	Melvin Allison or Proxy Mgr	One Freedom Valley Drive			Oaks	PA	19456	
Smith, Moore & Co. (0494)	Barbara Kraft or Proxy Mgr.	400 Locust Street			St. Louis	MO	63102	
Southwest Securities (0279)	Doris Krajc or Proxy Mgr.	1201 Elm Street	Suite 3700		Dallas	TX	75270	
State Street Bank and Trust Company (0997/2319)	Rob Ray / Mike Feeley or Proxy Mgr.	Corp Actions - JAB5E	1776 Heritage Drive		North Quincy	MA	02171	
Stephens Inc (0419)	Linda Thompson or Proxy Mgr.	111 Center St	4TH Floor		Little Rock	AR	72201-4402	
Sterne Agee & Leach (0750)	Wendy Fletcher or Proxy Mgr.	813 Shades Creek Parkway	Suite 100-B		Birmingham	AL	35242	
Stifel Nicolaus (0793)	Chris Wiegand or Proxy Mgr.	501 N Broadway 7TH FL	STOCK RECORD DEPT		ST LOUIS	MO	63102	
Stockcross Financial Services (0445)	Eleanor Pimentel or Proxy Mgr	77 Summer Street	2nd Floor		Boston	MA	02210	
Stoeveer, Glass & Co., Inc (6759)	Eva Hrastrnig-Mieras or Proxy Mgr.	30 Wall Street			New York	NY	10005	
Suntrust Bank (2971)	Julia Colantuono Or Proxy Mgr	Po Box 105504	Center 3141		Atlanta	GA	30348	
Sweney Cartwright & Co. (7027)	Carolyn Mackay or Proxy Mgr.	17 South High Street	Room 300		Columbus	OH	43215	
TD Ameritrade Clearing, INC. (0188)	Gary Swain or Proxy Mgr.	1005 North Ameritrade Place			Belview	NE	68005	
TD Waterhouse (5036)	Beverly Adams or Proxy Mgr.	60 North Windplace			Scarborough	ON	M1S 5L4	Canada
Terra Nova (0364)	Ray Burley or Proxy Mgr.	100 S. Wacker Drive	Suite 1550		Chicago	IL	60606	
Texas Treasury Safekeeping (2622)	Janie Dominguez or Proxy Mgr.	208 E. 10th Street	Room 410		Austin	TX	78701	
The Bank of New York Mellon The/fmsbonds, Inc. (2023)	Scott Habura or Proxy Mgr	16 Wall Street	5th Floor		New York	NY	10005	
Tradestation (0271)	Rick Gordon or Proxy Mgr	8050 SW 10TH ST	SUITE 2000		Plantation	FL	33324	
Tradition Asiel Securities Inc. (0370)	Stephen Lawson or Proxy Mgr	75 Park Place	4th Floor		New York	NY	10007	
Trust Industrial Bank (5998)	Brett Davis or Proxy Mgr.	717 17th Street	Suite 21		Denver	CO	80202	
UBS Financial Services LLC (0221/2003)	Jane Flood or Proxy Mgr	1000 Harbor Blvd			Weehawken	NJ	07086	
UBS Securities LLC (0642/2003)	Jeff Lazarus or Proxy Mgr.	480 Washington Blvd.	12th Floor		Jersey City	NJ	07310	
UMB Bank (2450)	Karen Lightfoot or Proxy Mgr.	928 Grand Blvd	Mailstop 1010404		Kansas City	MO	64106	

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Provence	Postal Code	Country
UMB Bank/Investment Division (2451)	Nikki Gatewood or Proxy Mgr.	P.O. Box 419226			Kansas City	MO	64141-6226	
Union Bank & Trust Company (2067)	Tammy Engle or Proxy Mgr.	6801 South 27th Street			Lincoln	NE	68512	
Union Bank of CA / BNY Barclays (2196/2145)	Joyce Lee or Proxy Mgr.	One Wall Street			New York	NY	10286	
Union Securities LTD./CDS (5077)	Brooke Odenvald or Proxy Mgr.	PO BOX 10341 Pacific Centre	700 W Georgia Street	Suite 900	Vancouver	BC	V7Y 1HBC	Canada
US Bancorp (0280)	Kathy Dabruzzi or Proxy Mgr.	60 Livingston Ave	EP-MN-WN2H		St. Paul	MN	55107-1419	
US Bank (2803)	Jenny Horan or Proxy Mgr	1555 N River Center Dr.	Ste 302		MILWAUKEE	WI	53212	
USAA Inv Mgmt (0367)	Joyce Wilson or Proxy Mgr.	9800 Fredrickburg Road			San Antonio	TX	78211	
Vanguard (0062)	Kevin Scully or Proxy Mgr.	100 Vanguard Blvd			Malvern	PA	19355	
Vision Financial Markets (0595)	Howard Brunn or Proxy Mgr.	4 High Ridge Park	Suite 100		Stamford	CT	06905	
Wedbush Morgan Securities (0103)	Alan P. Ferreira or Proxy Mgr.	1000 Wilshire BLVD			Los Angeles	CA	90017	
Wells Fargo Bank N.A. (2027)	Lora Dahle or Proxy Mgr.	733 Marquette Ave. 5th Fl	MAC N9306-057		Minneapolis	MN	55479	
Wells Fargo Bank/Safekeeping Service (2112)	Kent Amsbaugh or Proxy Mgr.	733 Marquette Avenue South			Minneapolis	MN	55479	
Wells Fargo investment (0733)	Margaret Klasen or Proxy Mgr.	625 Marquette Ave.	13th Floor		Minneapolis	MN	55402-2308	
Wells Fargo Sec. (0025)	Scott Nellis or Proxy Mgr.	301 South College St			Charlotte	NC	28288-8905	
Wesbanco Bank, Inc. (2271)	Cindy Bowman or Proxy Mgr.	C/O Trust Operations	One Bank Plaza		Wheeling	WV	26003	
William blair & Co. LLC (0771)	Sarah Ahrens or Proxy Mgr.	222 West Adam ST.			Chicago	IL	60606	
Wilmington (2215)	Brian Barone or Proxy Mgr	1100 North Market Street	Rodney Square North		Wilmington	DE	19890-2210	
Wulff, Hansen & Co. (5226)	Alan Cook or Proxy Mgr.	201 Sansome St.			San Francisco	CA	94014	



**Exhibit 10**

CA\_BOND@CLEARSTREAM.COM

CUSTODY-CORPORATE-EVENTS@UBS.COM

JENS.NIELSEN@CLEARSTREAM.COM

KADRI.TOLDSEPP@EUROCLEAR.COM

MONICA.GONCALVES@CLEARSTREAM.COM

WALTER.HUNI@CREDIT-SUISSE.COM

PETER.HALLER@SISCLEAR.COM (Service on 1/3/2011)

**Exhibit 11**

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Provence	Postal Code	Country
Albert Fried & Company, LLC (0284)	Richard Celentano or Proxy Mgr.	60 Broad Street			New York	NY	10004	
Alliance Bernstein (0013)	Carmine Carrella or Proxy Mgr.	One North Lexington Ave			White Plains	NY	10601	
Alliant Securities, Inc. Turner, NOR (8084)	Melody Grinnell or Proxy Mgr.	695 North Legacy Ridge Drive	Suite 300		Liberty Lake	WA	99019	
Alpine	Michael Martin or Proxy Mgr.	100 Union Avenue			Cresskill	NJ	07626	
American Enterprise (0756/0216)	Tom Eberhart or Proxy Mgr.	2178 AMP Financial Center			Minneapolis	MN	55474	
American National Bank (2082)	Carrie Voltz or Proxy Mgr.	PO Box 9250			Denver	CO	80932	
Assent LLC (0442)	Haig Artin or Proxy Mgr.	5 Marine Plaza	Suite 102		Hoboken	NJ	07030	
Baird & Co. Incorporated (0547)	Sara R. Blankenheim or Proxy Mgr.	777 E. Wisconsin Avenue			Milwaukee	WI	53202	
Banc of America Securities LLC (0773)	John Dolan or Proxy Mgr.	100 W. 33rd Street	3rd Floor		New York	NY	10001	
Bank of America (0955)	Sharon Brown or Proxy Mgr.	1201 Main st.			Dallas	TX	75201	
Bank of New York (2103, 2510, & 2336)	The Charles Stanley and Company, Ltd	Cecile Lamarco	One Wall Street		New York	NY	10286	
Bank of Nova scotia - Taxable Acco (4816)	Letty Echevarria or Proxy Mgr.	23rd Fl, 40 Street West	Scotia Plaza		Toronto	ON	M5H 1H1	Canada
Barclays Bank Securities (0229)	Philip Franchini or Proxy Mgr	70 Hudson St.	7th Floor		Jersey City	NJ	07302	
Barclays Cap. Inc. (7256)	Nellie Foo or Proxy Mgr.	200 Cedar Knolls Road	Corporate Actions		Whippany	NJ	07981	
Blackmont Capital Inc (5025)	Hadrian Abbott or Proxy Mgr.	BCE Place	181 Bay Street Suite 3100	P.O. Box 830	Toronto	ON	M5J 2T3	Canada
BMO Nesbitt Burns (5043)	Louise Torangeau or Proxy Mgr.	1 First Canadian Place 13th Floor	P O BOX 150		Toronto	ON	M5X 1H3	Canada
BNP Paribas Prime Brokerage, INC. (2154/2147)	Mangala Prakash or Proxy Mgr.	525 Washington Blvd	9th Floor - Reorg		Jersey City	NJ	07310	
BNP Paribas Securities Corp. (0049)	Joey Ding or Proxy Mgr.	555 Croton Road	4th Floor		King of Prussia	PA	19406	
BNP Paribas Securities Corp. /Fixed Income (0630)	Robert Alongi or Proxy Mgr.	787 7th Avenue	29th Floor		New York	NY	10019	
BNP Paribas, New York Branch/BNP Par (2884)	Gene Banfi or Proxy Mgr.	525 Washington Blvd	9th Floor		Jersey City	NJ	07310	
BNY Convergenx (0100)	H. Steve Griffith or Proxy Mgr.	11486 Corporate Blvd	Suite 375		Orlando	FL	32817	
BNY Mellon (0901/0963/2209/2363/2731/2733/2657)	Lisa Falsetti or Proxy Mgr.	525 William Penn Place	3rd Floor		Pittsburgh	PA	15219	
BNY Mellon (0901/2399/2312/2657)	Michael Kania or Proxy Mgr.	525 William Penn Place	3rd Floor		Pittsburgh	PA	15219	
BNY Mellon Trust of New England (0954)	Beth Stiffler or Proxy Mgr.	525 William Penn Place	Suite 3418		Pittsburgh	PA	15259	
BOA/LASALLE (2251)	Philip Duquin or Proxy Mgr.	135 South LaSalle Street	Suite 1811		Chicago	IL	60603	
Branch Banking & Trust Co. (5385)	Tanji Bass or Proxy Mgr.	223 W. Nash Street	3rd Floor		Wilson	NC	27893	
Broadridge Financial	Job No.: Y73897, Y73898, Y73899,	Y73900, Y73901, Y73902, Y73903, Y73904	51 Mercedes Way		Edgewood	NY	11717	
Brown Brother Harriman (0010)	Paul Nonnon or Proxy Mgr.	525 Washington Blvd	New Port Towers		Jersey City	NJ	07310-1607	
Caja De Valores S.A.	Melina Bobbio or Proxy Mgr.	Ave 25 de Mayo 362			Buenos Aires		C1002ABH	Argentina
Caldwell Turst Company (2687)	Edrise Sievers or Proxy Mgr.	201 Center Road	Suite 2		Venice	FL	34292	
Cana Fin (5046)	Aaron Caughlin or Proxy Mgr.	609 2200 Granville St			Vancouver	BC	V7Y 1H2	Canada
CDS (5099)	Loretta Verelli	600 Boul de Maisonneuve	Ouest Bureau 210		Montreal	QC	H3A 3J2	Canada
CGM/SAL BR (0274)	Jeff Irwin or Proxy Mgr.	111 Wall St	4th Floor		New York	NY	10005	
Charles Schwab & Co., Inc. (0164)	Jana Tongson or Proxy Mgr.	2423 East Lincoln Drive	1st Floor		Phoenix	AZ	85016-1215	
CIBC World Markets Inc. /CDS	Jerry Nicastro or Proxy Mgr.	161 Bay Street, 10th Floor			Toronto	ON	M5J258	Canada
Citadel Securities (0395)	Marcia Banks or Proxy Mgr.	131 South Dearborn st			CHICAGO	IL	60603	
Citibank (2032)	Stephanie Luckey or Proxy Manager	Corporate Actions Department	One Court Square	22nd Floor	Long Island City	NY	11120	
Citibank, N.A. (0908)	Carolyn Trebus or Proxy Mgr.	3800 Citibank Center	B3-12		Tampa	FL	33610	
Citigroup Global Markets Inc. (0418)	John Barry or Proxy Mgr.	700 Red Brook	Suite 300		Owings Mills	MD	21117	
City National Bank (2392)	Joel Gallant or Proxy Mgr.	555 South Flowers Street	10th Floor		Los Angeles	CA	90071	
Clearview Correspondents (0702)	Gloria Lio or Proxy Mgr.	30 Hudson Street	16th Floor		Jersey City	NJ	07302	
Comerica (2108)	Lewis Wisotsky or Proxy Mgr.	411 West Lafayette	Mail Code 3530		Detroit	MI	48226	
Commerce Bank, N.A. (2170)	Andy Sorkin or Proxy Mgr.	922 Walnut			Kansas City	MO	64106	
Compass Bank/Trust Division (2484)	Daniel McHale or Proxy Mgr.	15 South 20th Street	Suite 703		Birmingham	AL	35233	
Country Trust Bank (2561)	Pam Little or Proxy Mgr.	808 IAA DRIVE			Bloomington	IL	61702	
Credit Suisse Securities (USA) LLC (0355)	Emily Connors or Proxy Mgr.	c/o Reorganization Dept.	7200 Kit Creek Road	Building 11, 2nd Floor	Research Triangle Park	NC	27709	
Crews & Associates, INC (5158)	Don Winton or Proxy Mgr.	521 Presiden tClinton Avenue	Suite 800		Little rock	AR	72201	
Crowell, Weedon & Co. (0574)	Larry Schilt or Proxy Mgr.	624 S. Grand Avenue	25th Floor		Los Angeles	CA	90017	
Curian Clearing, LLC (0300)	Linda Wich or Proxy Mgr.	7601 Technology Way			Denver	CO	80237	
D.A. Davidson & Co. (0361)	Kris Sapp or Proxy Mgr.	8 Third Street North	P.O. Box 5015		Great Falls	MT	59403	
Davenport & Company LLC (0715)	Read Branch Jr. or Proxy Mgr.	901 East Cary Street	11th Floor		Richmond	VA	23219	
David Lerner Associates, Inc. (5144)	Joseph F. West or Proxy Mgr.	25th Floor	P.O. Box 9006		Syosset	NY	11791-9006	
Depository Trust Company	Ed Haiduk	55 Water St	25th Floor		New York	NY	10041	
Depository Trust Company	Horace Daley	55 Water St	25th Floor		New York	NY	10041	
Deseret Trust Company (0958)	Kellie Bridget or Proxy Mgr.	Gateway Tower East	10 East South Temple	Suite 470	Salt Lake City	UT	84133	
Desjardins Securities INC. (5028)	Martine Blais or Proxy Mgr.	2 Complexe Desjardins, E. Twr 15th F	P.O. Box 394	Desjardins Station	Montreal	QC	H5B 1J2	Canada
Deutsche Bank (0573)	Ashley Richey or Proxy Mgr.	5022 Gate Parkway	Suite 100		Jacksonville	FL	32256	
Diamant Investment Corp. (0344)	Herb Diamant or Proxy Mgr.	170 Mason Street			Greenwich	CT	06830	
Dundee Securities (5039)	Mary Adamo or Proxy Mgr.	20 Queen St West	4th Floor		Toronto	ON	M5H 3R3	Canada
E*Trade (0385/0158)	Matthew Freifeld or Proxy Mgr.	1981 Marcus Avenue	1st Floor		Lake Success	NY	11042	
E*Trade Cap Mkts/CHXL (3550)	Erika Dilberto or Proxy Mgr.	One Financial Place Ste 3030	440 S LaSalle Street		Chicago	IL	60605	
Edward Jones (0057)	Stephanie Volz or Proxy Mgr.	Corporate Actions & Distribution	12555 Manchester Road		St. Louis	MO	63131	
Edward Jones/CDS (5012)	Nick Hummell or Proxy Mgr.	700 Maryville Centre			St. Louis	MO	63141	

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Provence	Postal Code	Country
Essex Rade, L.L.C. (0613)	Brad Sowers or Proxy Mgr.	440 S. Lasalle Street	Suite 1111		Chicago	IL	60605	
FIDELITY**	Steve Adams or Proxy Mgr.	401 Bay Street	Suite 2910		Toronto	ON	M5H 2Y4	Canada
Fiduciary SSB (0987)	Dustin Topjian or Proxy Mgr.	Corp Actions - JAB5E	1776 Heritage Drive		North Quincy	MA	02171	
Fiduciary Trust Company of Boston (2126)	Brad Finnigan or Proxy Mgr.	175 Federal Street			Boston	MA	02110	
Fifth Third Bank (2116)	Carrie Potter or Proxy Mgr.	5001 Kingsley Drive	Mail Drop 1M0B2D		Cincinnati	OH	45227	
First Clearing (0141)	Finessa Rosson or Proxy Mgr.	1 North Jefferson	9-F		St. Louis	MO	63103	
First National Bank of Omaha (2254)	Julie Gerdes or Proxy Mgr.	1620 Dodge Street			Omaha	NE	68102	
First Southwest Co. (0309)	Brett Weaver or Proxy Mgr.	911 W Loop 281	STE. 411		Longview	TX	75604	
Folio Investment, Inc. (0728)	Ashley Theobald or Proxy Mgr.	Proxy Department	8180 Greensboro Drive		McLean	VA	22102	
Fortis Clearing Americas LLC (0695)/(0541)	Makeshia Dixon or Proxy Mgr.	175 W. Jackson Blvd	Suite 400		Chicago	IL	60605	
FTN Financial Securities Corp. (0202)	Michael Inkster or Proxy Mgr.	845 Crossover Lane	Suite 150		Memphis	TN	38117	
G.K. Baum	Nick Quatrochi or Proxy Mgr.	4801 Main ST STE 500			Kansas City	MO	64112	
Genesis Securities, LLC (0118)	Bob Nazario or Proxy Mgr.	50 Broad Street	2nd Floor		New York	NY	10004	
GLENMEDE	Darlene Warren or Proxy Mgr.	One Liberty Place, Suite 1200	1650 Market Street		Philadelphia	PA	19103	
GMP Securiteis L.P. (5016)	Terry Young or Proxy Mgr.	145 King Street West	Suite 1100		Toronto	ON	M5H 1J8	Canada
Goldman Sachs Execution & Clearing (0501)	Anthony Bruno or Proxy Mgr.	30 Hudson Street			Jersey City	NJ	07302	
Goldman, Sachs, & Co (0005 / 2941 / 5208)	Vanessa Camardo or Proxy Mgr.	30 Hudson Street	Proxy Department		Jersey City	NJ	07302	
H.C. Denison Co. (8100)	Marge Wentzel or Proxy Mgr.	618 N. 7th Street			Sheboygan	WI	53081	
Harris N.A. (2697)	Nina Garcia or Proxy Mgr.	111 West Monroe			CHICAGO	IL	60603	
Haywood Securities, Inc. /CDS (5058)	M. Dryhurst or Proxy Mgr.	20th Floor - Commerce Place	400 Vurrard Street		Vancouver	BC	V6C 3A8	Canada
Hold Brothers On-Line Investment Ser (0784)	Richard Burke or Proxy Mgr.	525 Washington Boulevard	14th Floor		Jersey City	NJ	07310	
Home Federal Bank of Tennessee (2534)	Sherry Ellis or Proxy Mgr.	515 Market Street	Suite 500		Knoxville	TN	37902	
HSBC Bank USA N.A.-IPB (2122)	Ed Freitas or Proxy Mgr.	452 5th Ave.	2ND Floor		New York	NY	10018	
Huntington (2219/2898)	Paula Fletcher or Proxy Mgr.	7 Easton Oval	EA4E62		Columbus	OH	43219	
Huntington (2898)	Beverly Reynolds or Proxy Mgr.	7 Easton Oval	EA4E62		Columbus	OH	43219	
Huntington National Bank (2305)	Allan Burkhardt or Proxy Mgr.	7 Easton Oval - EA4 E78			Columbus	OH	43219	
Ingalls & Snyder, L.L.C.	Joe DiBuono or Proxy Mgr.	61 Broadway	31st Floor		New York	NY	10006	
Interactive Brkrs (0534) & Timber Hill (0549)	Karin McCarthy or Proxy Mgr.	1 Pickwick Plaza			Greenwich	CT	06830	
Interactive Brokers LLC (0017)	Maria Tardio or Proxy Mgr.	2 Pickwick Plaza			Greenwich	CT	06830	
J.J.B. Hilliard W.L. Lyons (0768)	Rich Gelles or Proxy Mgr.	500 West Jefferson St.	6TH Floor		Louisville	KY	40202	
J.P. Morgan Clearing Corp. (0352/0060)	Vince Marzella or Proxy Mgr.	Dept. C, Cashiers Department	One Metrotech Center North	Reorg Dept 4th Floor	Brooklyn	NY	11201-3862	
J.P. Morgan Securities Inc., (0060)	Brian Gilbert or Proxy Mgr.	500 Stanton Christiana Road	Ops 4	3rd Floor	Newark	DE	19713-2107	
J.P. Morgan Securities Inc., (0187)	John Halloran or Proxy Mgr.	500 Stanton Christiana Road	Ops 4	3rd Floor	Newark	DE	19713-2107	
James I. Black & Company (7031)	Kathy Bird or Proxy Mgr.	311 South Florida Avenue	P.O. Box 24838		Lakeland	FL	33801	
Janney Montgomery Scott Inc. (0374)	Bob Martin or Proxy Mgr.	1801 Market Street	9th Floor		Philadelphia	PA	19103-1675	
Jefferies & Company, Inc. (0019)	Ray Desouza or Proxy Mgr.	Harborside Financial Center	705 Plaza 3		Jersey City	NJ	07311	
JP Morgan (2255)	Paul Moore or Proxy Mgr.	340 South Cleveland Ave	Bldg. 350		Westerville	OH	43081	
JP Morgan Chase Bank (2424)	Darrin Nelson or Proxy Mgr.	14201 Dallas Parkway			Dallas	TX	75254	
JPM / CCS2 (2164)	Arthur Daniel or Proxy Mgr.	14201 Dallas Parkway	Suite 121		Dallas	TX	75254	
JPMorgan Chase Bank, N.A. (0902)	Jacob Back or Proxy Mgr.	14201 Dallas Parkway	12th Floor		Dallas	TX	75254	
JPMorgan Chase Bank/RBS Securities I (2230/2811)	Nore Scarlett or Proxy Mgr.	4 Wall Street Plaza	11th Floor		New York	NY	10004	
JPMorgan Chase/RBS (2038)	Armando Morales or Proxy Mgr.	4 New York Plaza	11th Floor		New York	NY	10004	
Keybank NA (2205)	Karen Bednarski or Proxy Mgr.	4900 Tiedman Road			Brooklyn	OH	44144	
King (C.L.) & Associates Inc. (0743)	Carrie Bush or Proxy Mgr.	9 Elk Street			Albany	NY	12207	
Knight Clearing Services LLC (0295)	Janica Brink or Proxy Mgr.	545 Washington BLVD			Jersey City	NJ	07310	
Koonce Securities, Inc. (0712)	G. Sohan or Proxy Mgr.	6550 Rock Spring Dr.	Suite 600		Bethesda	MD	20817	
Laurential Bank of Canada/CDS (5001)	Sarah Quesnel or Proxy Mgr.	1981 McGill College Ave	Suite 100		Montreal	QC	H3A 3K3	Canada
Lazard Capital Markets LLC. (0308)	Richard Weisberg or Proxy Mgr.	30 Rockefeller Plaza			New York	NY	10020	
Legent Clearing LLC (0052)	Ambra Straight or Proxy Mgr.	9300 Underwood Avenue	Suite 400		Omaha	NE	68114	
Lehman Brothers (0074)	Jim Gardiner or Proxy Mgr.	70 Hudson St.			JERSEY CITY	NJ	07302	
Lek Securities Corporation (0512)	Daniel Hanuka or Proxy Mgr.	140 Broadway	29th Floor		New York	NY	10005	
LPL Financial Corporation (0075)	Martha Lang or Proxy Mgr.	9785 Towne Centre Drive			San Diego	CA	92121-1968	
M&I Marshall & Ilsley Bank (0992)	Cynthia Hammerell or Proxy Mgr.	1000 N. Water Street -TR 14			Milwaukee	WI	53202	
MacDougall, MacDougall & MacTier, Inc. /CDS (5022)	Joyce Millett or Proxy Mgr.	Place du Canada	Suite 2000		Montréal	QC	H3B 4J1	Canada
Manufacturers and Traders Trust Company (0990)	Sharen Nytral or Proxy Mgr.	One M&T Plaza	P.O. Box 1377		Buffalo	NY	14240	
Manulife Securities Incorporated/CDS (5047)	Joseph Chau or Proxy Mgr.	85 Richmond Street West			Toronto	ON	ON 500000	Canada
Marsco Investment Corporation (0287)	Karen Jacobsen or Proxy Mgr.	101 Eisenhower Parkway			Roseland	NJ	07068	
Mediant Communications, LLC	Attn: Stephanie Fitzhenry	109 N. Fifth Street			Saddlebrook	NJ	07663	
Merrill Lynch (0161 / 5198)	Veronica O'Neill or Proxy Mgr.	101 Hudson Street	8th Floor		Jersey City	NJ	07302	
Mesirow Financial, Inc. (0727)	Havana Giles or Proxy Mgr.	353 North Clark	7th Floor		Chicago	IL	60654	
MF GBL/Fl	Jim Arenella or Proxy Mgr.	717 5th Avenue			New York	NY	10022	
Mitsubishi UFJ Trust & Banking Corp (2932)	Richard Wenskosi or Proxy Mgr.	420 Fifth Avenue	6th Floor		New York	NY	10018	
Mizuho Trust & Banking CO. (USA) (2888)	Robert Kowalewski or Proxy Mgr.	666 Fifth Avenue			New York	NY	10103	

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Provence	Postal Code	Country
Morgan Stanley & Co. Incorporated (0050)	Jonathan Goldman or Proxy Mgr.	1300 Thames Street Wharf	7th Floor		Baltimore	MD	21231	
Morgan Stanley Intl (7309)	Dan Spadaccini or Proxy Mgr	901 South Bond St	6th Fl		Baltimore	MD	21231	
Morgan Stanley Smith Barney LLC (0015)	David Safran or Proxy Mgr.	601 Harborside Financial Center	Plaza 3, 6th Floor		Jersey City	NJ	07311	
Morgan, Keegan & Company, Inc. (0780)	Carol Antley or Proxy Mgr.	50 North Front Street	4th Floor		Memphis	TN	38103	
National Financial Services LLC (0226)	Lou Trezza or Proxy Mgr.	1 World Financial Center	200 Liberty Street, 5th Floor		New York	NY	10004	
NBCN /CDS (5008)	Benoit Henault or Proxy Mgr.	1010 Rue De La Gauchetiere st. West	Suite 1925		Montreal	QC	H3B 5J2	Canada
Nomura Securities International, Inc. (0180)	John Kelleher or Proxy Mgr.	15 Corporate Place South			Piscataway	NJ	08854	
Northern Trust Co (2669)	Robert Valentin or Proxy Mgr.	801 S Canal Street	Reorg Dept Floor C1N		Chicago	IL	60607	
Odum Brown LTD./CDS (5074)	Ron Rak or Proxy Mgr.	250 Howe Street	Suite 1100		Vancouver	BC	V6C 3SBC 0000	Canada
Oppenheimer & Co. (0571)	Colin Sandy or Proxy Mgr.	125 Broad Street	15th Floor		New York	NY	10004	
OptionXpress, Inc (0338)	Scott Johnson or Proxy Mgr.	311 W. Monroe Street			Chicago	IL	60606	
Person Financial Services, Inc. (0234)	Heather Beasley or Proxy Mgr.	1700 Pacific Avenue	Suite 1400		Dallas	TX	75201	
Person Financial Svcs /CDS (5063)	Robert McPhearson or Proxy Mgr.	330 Bay Street	Suite 711		Toronto	ON	M5H 2S8	Canada
Pershing (0443)	Al Hernandez or Proxy Mgr.	Securities Corporation	1 Pershing Plaza		Jersey City	NJ	07399	
PI Financial Corp./CDS (5075)	Rob McNeil or Proxy Mgr.	666 Burrard Street	Suite 1900		Vancouver	BC	V6C 3N1	Canada
Piper Jaffray & Co. (0311)	Kyle Frisk or Proxy Mgr.	800 Nicollet Mall	J2012087, Recon Ctl		Minneapolis	MN	55402	
PNC Bank (2616)	Janet Cleary or Proxy Mgr	8800 Tincum Blvd	MS F6-F266-02-2		Philadelphia	PA	19153	
PrimeVest Financial Services, Inc. (0701)	Mark Schouville or Proxy Mgr.	400 1st Street South			St. Cloud	MN	56301	
PWMCO, LLC (0467)	Ted Hans or Proxy Mgr.	311 S. Wacker Drive	Flor 60		Chicago	IL	60606	
Qtrade (5009)	Joseph Chau or Proxy Mgr.	Suite 1920 One Bentall Centre	505 Burrard St		Vancouver	BC	V7X 1M6	Canada
Raymond James & Associates, INC (0725)	Mike Dillard or Proxy Mgr.	880 Carilion Parkway	P.O. Box 12749		St. Petersburg	FL	33716	
Raymond James LTD./CDS (5076)	Aaron Steinberg or Proxy Mgr.	333 Seymour Street	Suite 800		Vancouver	BC	V6B 5EBC	Canada
Raymond James Trust Co. (5179)	Dee Byrd or Proxy Mgr.	P.O. Box 14407			St. Petersburg	FL	33733	
RBC Capital Markets Corporation (0235)	Tara Olmanson or Proxy Mgr.	510 Marquette Ave South			Minneapolis	MN	55402	
RBC Dominion (5002)	Karen Oliveres or Proxy Mgr.	200 Bay Street, 6th Floor	Royal Bank Plaza		Toronto	ON	M5J 2WJ	Canada
RBC Dominion Securities, INC (4801)	Peter Drumm or Proxy Mgr.	200 Bay St Royal BK Plaza	North Tower	6th Floor	Toronto	ON	M5J 2W7	Canada
Regions Bank (0971)	Gregory Russ or Proxy Mgr	250 Riverchase Parkway East			Birmingham	AL	35244	
Reliance Trust Company (5962)	Aaron Spivey or Proxy Mgr.	3300 Northeast Expressway	Building 1, Suite 200		Atlanta	GA	30341	
Reliance Trust Company/SWMS1 (2042)	Ann Ecker or Proxy Mgr.	7650 Magna Drive			Belleville	IL	62223	
Reliance Trust Company/SWMS2 (2085)	Ann Ecker or Proxy Mgr.	7650 Magna Drive			Belleville	IL	62223	
Research Capital Corporation (5029)	Tony Rodrigues or Proxy Mgr.	199 Bay Street	Commerce Court West	Suite 4600	Toronto	ON	M5L 1G2	Canada
Richards, Merrill (8192)	Thomas McDonald or Proxy Mgr.	One Skywalk, US BK Bldg	422 West Riverside Ave		Spokane	WA	99201-0367	
Ridge Clearing & Outsourcing Solutions (0543)	Paul Joseph or Proxy Mgr.	1981 Marcus Avenue	Suite 100		Lake Success	NY	114042	
Scotia (5011)	Normita Ramirez	PO Box 4085	Station "A"		Toronto	ON	M5W 2X6	Canada
Scottrade (0705)	Sonja Bradley-Wadley or Proxy Mgr.	12855 Flushing Meadows Drive			St. Louis	MO	63131	
SEI Private (2039)	Melvin Allison or Proxy Mgr	One Freedom Valley Drive			Oaks	PA	19456	
Smith, Moore & Co. (0494)	Barbara Kraft or Proxy Mgr.	400 Locust Street			St. Louis	MO	63102	
Southwest Securities (0279)	Doris Krajc or Proxy Mgr.	1201 Elm Street	Suite 3700		Dallas	TX	75270	
State Street Bank and Trust Company (0997/2319)	Rob Ray / Mike Feeley or Proxy Mgr.	Corp Actions - JAB5E	1776 Heritage Drive		North Quincy	MA	02171	
Stephens Inc (0419)	Linda Thompson or Proxy Mgr.	111 Center St	4TH Floor		Little Rock	AR	72201-4402	
Sterne Agee & Leach (0750)	Wendy Fletcher or Proxy Mgr.	813 Shades Creek Parkway	Suite 100-B		Birmingham	AL	35242	
Stifel Nicolaus (0793)	Chris Wiegand or Proxy Mgr.	501 N Broadway 7TH FL	STOCK RECORD DEPT		ST LOUIS	MO	63102	
Stockcross Financial Services (0445)	Eleanor Pimentel or Proxy Mgr	77 Summer Street	2nd Floor		Boston	MA	02210	
Stoeve, Glass & Co., Inc (6759)	Eva Hrstnig-Mieras or Proxy Mgr.	30 Wall Street			New York	NY	10005	
Suntrust Bank (2971)	Julia Colantuono Or Proxy Mgr	Po Box 105504	Center 3141		Atlanta	GA	30348	
Sweney Cartwright & Co. (7027)	Carolyn Mackay or Proxy Mgr.	17 South High Street	Room 300		Columbus	OH	43215	
TD Ameritrade Clearing, INC. (0188)	Gary Swain or Proxy Mgr.	1005 North Ameritrade Place			Belview	NE	68005	
TD Waterhouse (5036)	Beverly Adams or Proxy Mgr.	60 North Windplace			Scarborough	ON	M1S 5L4	Canada
Terra Nova (0364)	Ray Burley or Proxy Mgr.	100 S. Wacker Drive	Suite 1550		Chicago	IL	60606	
Texas Treasury Safekeeping (2622)	Janie Dominguez or Proxy Mgr.	208 E. 10th Street	Room 410		Austin	TX	78701	
The Bank of New York Mellon The/fmsbonds, Inc. (2023)	Scott Habura or Proxy Mgr	16 Wall Street	5th Floor		New York	NY	10005	
Tradestation (0271)	Rick Gordon or Proxy Mgr	8050 SW 10TH ST	SUITE 2000		Plantation	FL	33324	
Tradition Asiel Securities Inc. (0370)	Stephen Lawson or Proxy Mgr	75 Park Place	4th Floor		New York	NY	10007	
Trust Industrial Bank (5998)	Brett Davis or Proxy Mgr.	717 17th Street	Suite 21		Denver	CO	80202	
UBS Financial Services LLC (0221/2003)	Jane Flood or Proxy Mgr	1000 Harbor Blvd			Weehawken	NJ	07086	
UBS Securities LLC (0642/2003)	Jeff Lazarus or Proxy Mgr.	480 Washington Blvd.	12th Floor		Jersey City	NJ	07310	
UMB Bank (2450)	Karen Lightfoot or Proxy Mgr.	928 Grand Blvd	Mailstop 1010404		Kansas City	MO	64106	
UMB Bank/Investment Division (2451)	Nikki Gatewood or Proxy Mgr.	P.O. Box 419226			Kansas City	MO	64141-6226	
Union Bank & Trust Company (2067)	Tammy Engle or Proxy Mgr.	6801 South 27th Street			Lincoln	NE	68512	
Union Bank of CA / BNY Barclays (2196/2145)	Joyce Lee or Proxy Mgr.	One Wall Street			New York	NY	10286	
Union Securities LTD./CDS (5077)	Brooke Odensvald or Proxy Mgr.	PO BOX 10341 Pacific Centre	700 W Georgia Street	Suite 900	Vancouver	BC	V7Y 1HBC	Canada
US Bancorp (0280)	Kathy Dabruzzi or Proxy Mgr.	60 Livingston Ave	EP-MN-WN2H		St. Paul	MN	55107-1419	
US Bank (2803)	Jenny Horan or Proxy Mgr	1555 N River Center Dr.	Ste 302		MILWAUKEE	WI	53212	

Name	Attn:	Address 1	Address 2	Address 3	City	State/ Providence	Postal Code	Country
USAA Inv Mgmt (0367)	Joyce Wilson or Proxy Mgr.	9800 Fredrickburg Road			San Antonio	TX	78211	
Vanguard (0062)	Kevin Scully or Proxy Mgr.	100 Vanguard Blvd			Malvern	PA	19355	
Vision Financial Markets (0595)	Howard Brunn or Proxy Mgr.	4 High Ridge Park	Suite 100		Stamford	CT	06905	
Wedbush Morgan Securities (0103)	Alan P. Ferreira or Proxy Mgr.	1000 Wilshire BLVD			Los Angeles	CA	90017	
Wells Fargo Bank N.A. (2027)	Lora Dahle or Proxy Mgr.	733 Marquette Ave. 5th Fl	MAC N9306-057		Minneapolis	MN	55479	
Wells Fargo Bank/Safekeeping Service (2112)	Kent Amsbaugh or Proxy Mgr.	733 Marquette Avenue South			Minneapolis	MN	55479	
Wells Fargo investment (0733)	Margaret Klasen or Proxy Mgr.	625 Marquette Ave.	13th Floor		Minneapolis	MN	55402-2308	
Wells Fargo Sec. (0025)	Scott Nellis or Proxy Mgr.	301 South College St			Charlotte	NC	28288-8905	
Wesbanco Bank, Inc. (2271)	Cindy Bowman or Proxy Mgr.	C/O Trust Operations	One Bank Plaza		Wheeling	WV	26003	
William blair & Co. LLC (0771)	Sarah Ahrens or Proxy Mgr.	222 West Adam ST.			Chicago	IL	60606	
Wilmington (2215)	Brian Barone or Proxy Mgr	1100 North Market Street	Rodney Square North		Wilmington	DE	19890-2210	
Wulff, Hansen & Co. (5226)	Alan Cook or Proxy Mgr.	201 Sansome St.			San Francisco	CA	94014	